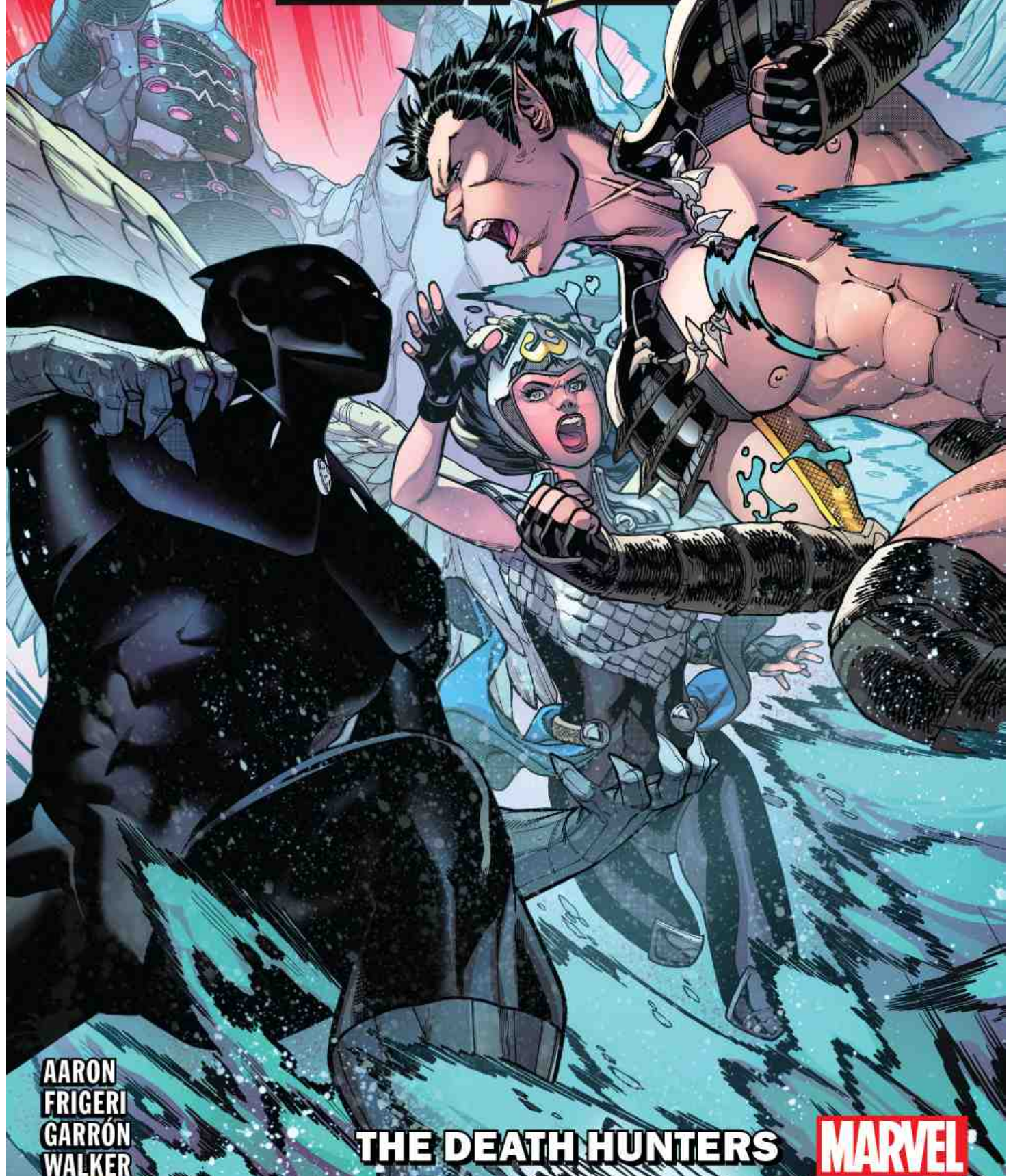


"An excellent showcase of what this series has been." — Multiversity Comics

EARTH'S MIGHTIEST HEROES

THE AVENGERS



AARON
FRIGERI
GARRÓN
WALKER

THE DEATH HUNTERS

MARVEL

EARTH'S MIGHTIEST HEROES **THE AVENGERS** **THE DEATH HUNTERS**

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FREE COMIC BOOK DAY 2021

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AND THERE CAME A DAY, A DAY UNLIKE ANY OTHER,
WHEN EARTH'S MIGHTIEST HEROES FOUND
THEMSELVES UNITED AGAINST A COMMON THREAT!
ON THAT DAY, THE AVENGERS WERE BORN.
TO FIGHT THE FOES NO SINGLE SUPER HERO
COULD WITHSTAND!

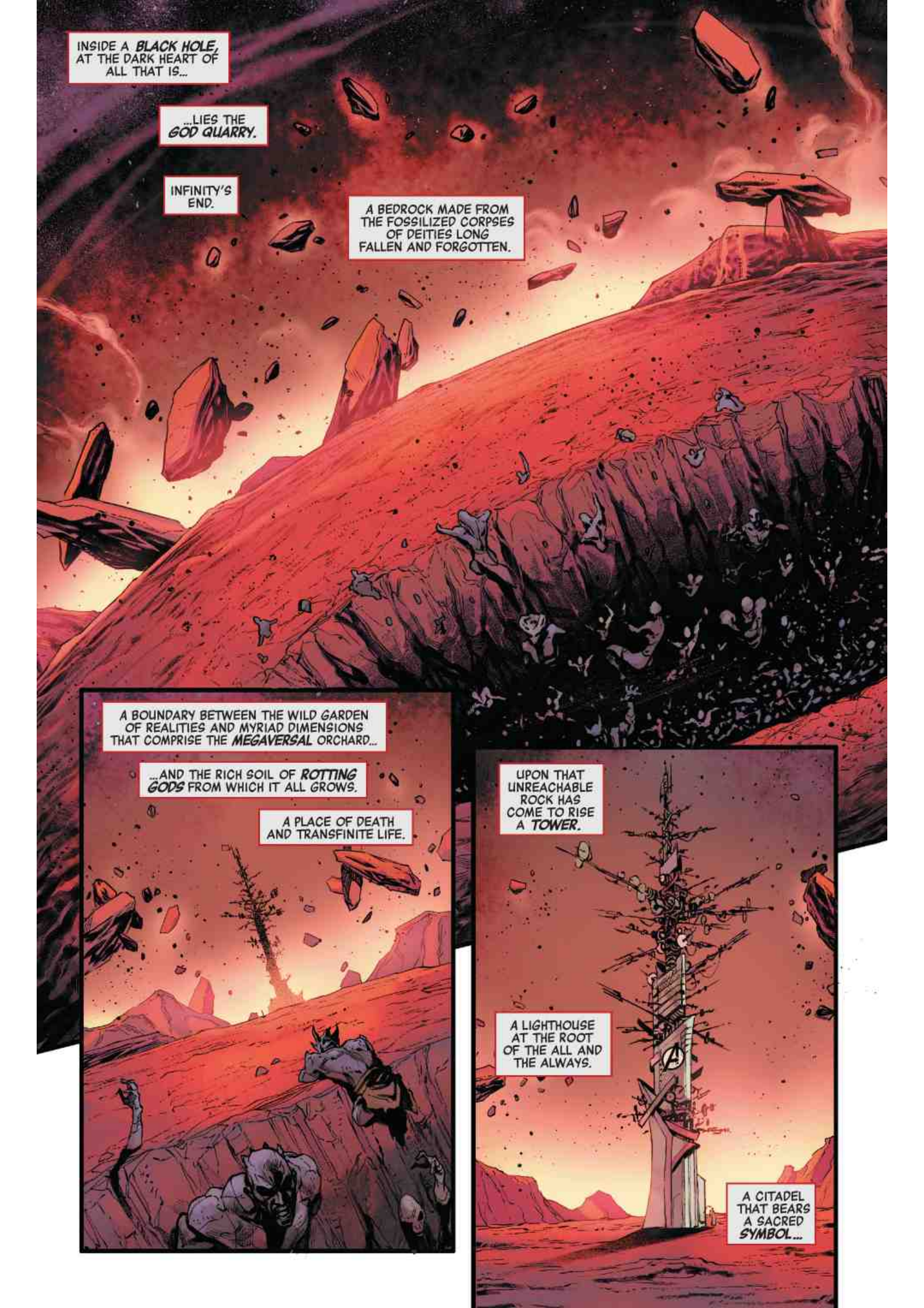
ECHO BECAME THE NEW HOST OF THE COSMIC
PHOENIX FORCE AND HAS BEEN SPENDING TIME
WITH THE AVENGERS. THOR HAS BEEN STRUGGLING
WITH THE RECENT REVELATION THAT THE PHOENIX
FORCE MAY – OR MAY NOT – BE HIS TRUE MOTHER.

AT THE URGING OF THE DEMON MEPHISTO, A GROUP
OF MULTIVERSAL MASTERS OF EVIL HAVE
FORMED – COMPRISED OF THE DEADLIEST VILLAINS
OF THEIR RESPECTIVE REALITIES. THE GROUP HAS
BEEN RAVAGING ENTIRE WORLDS IN THEIR BID FOR
POWER, OPPOSED BY A GROUP OF REALITY-HOPPING
DEATHLOKS. THE MASTERS OF EVIL PURSUED
THE DEATHLOKS TO THEIR LATEST DESTINATION:
EARTH-616. HOME OF THE AVENGERS!



FREE COMIC BOOK DAY 2021
THE TOWER AT THE CENTER OF EVERYTHING





INSIDE A **BLACK HOLE**,
AT THE DARK HEART OF
ALL THAT IS...

...LIES THE
GOD QUARRY.

INFINITY'S
END.

A BEDROCK MADE FROM
THE FOSSILIZED CORPSES
OF DEITIES LONG
FALLEN AND FORGOTTEN.

A BOUNDARY BETWEEN THE WILD GARDEN
OF REALITIES AND MYRIAD DIMENSIONS
THAT COMPRISE THE **MEGAVERSAL ORCHARD**...

...AND THE RICH SOIL OF **ROTTING
GODS** FROM WHICH IT ALL GROWS.

A PLACE OF DEATH
AND TRANFINITE LIFE.

UPON THAT
UNREACHABLE
ROCK HAS
COME TO RISE
A **TOWER**.

A LIGHTHOUSE
AT THE ROOT
OF THE ALL AND
THE ALWAYS.

A CITADEL
THAT BEARS
A SACRED
SYMBOL...

...ONE WELL KNOWN ACROSS
THE CLUSTER OF UNIVERSES
PULSING ABOVE IT.

THIS IS
**AVENGERS
TOWER.**

IT TOOK MANY
STARKS AND THORS
AND **VISIONS** MANY
DAYS TO BUILD IT.

YET ONLY **ONE**
AVENGER STANDS
GUARD WITHIN
ITS HALLS.

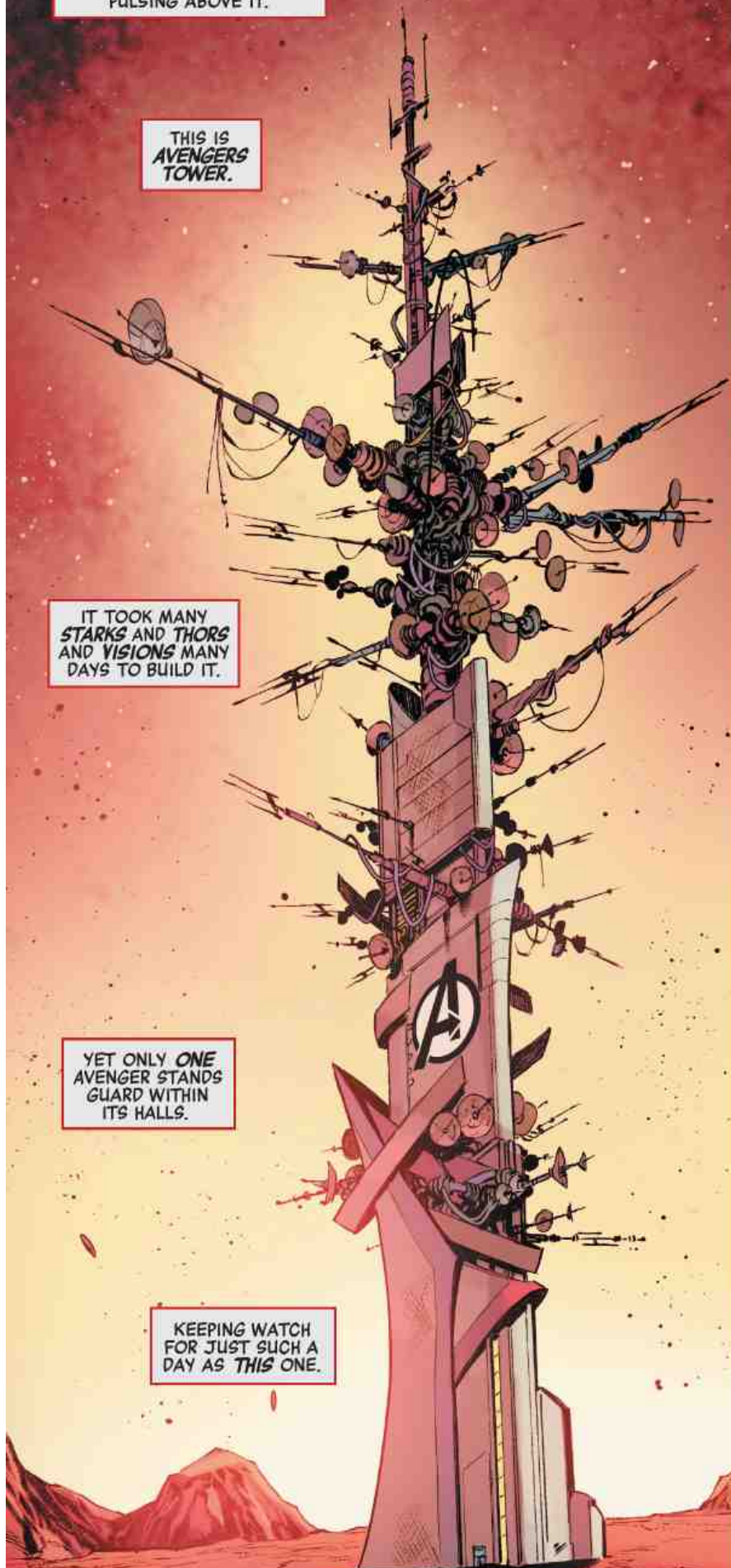
KEEPING WATCH
FOR JUST SUCH A
DAY AS **THIS ONE.**

A DAY UNLIKE
ANY OTHER.

THIS IS A
PRIORITY OMEGA
ALERT!

WE'RE
REGISTERING
SHOCK WAVES OF
FULL **CHRONAL**
COLLAPSE ACROSS
A MULTITUDE OF
FIRMAMENTS!

ALL AGENTS
INTO THE FIELD
IMMEDIATELY!





DEATHLOKS ARE CYBERNETIC SOLDIERS
BUILT TO WITHSTAND THE RIGORS OF
INTERUNIVERSAL AND INTERCHRONAL TRAVEL.

WITH FLESHY BITS MINED
FROM THE LOST FRUIT
THAT SOMETIMES FALLS
FROM THE ORCHARD.

UNITS NOW
APPROACHING THE
SUPER-FLOW.

SOURD APPLES LOST
IN THE OUTER ETHER.
SEARCHING FOR ONE LAST
SHOT AT REDEMPTION.

ATTUNING
COURSE TO TARGET
UNIVERSES.

AVENGER PRIME
HAS GIVEN THEM
THAT CHANCE.

COURSE
SET FOR EARTH-
9930.

COURSE
SET FOR EARTH-
1372.

COURSE
SET FOR EARTH-
616.

COURSE
SET FOR EARTH-
81788.

ALL THEY MUST DO IS
ACT AS MARSHALS FOR
ALL SPACE AND TIME.

EVEN IF THEY DO THEIR
JOBS WELL AND SAVE
THE LIVES OF TRILLIONS,
NO ONE WILL EVER KNOW
THEIR TRUE NAMES.

THEY DON'T
EVEN KNOW
THEIR OWN.

COURSE
SET FOR EARTH-
10222.



AS DEATHLOKS GO, THIS ONE HAS
A RATHER *CUSHY* ASSIGNMENT.

EARTH-10222 IS
A *PARADISE*.

A WORLD WHERE *ATLANTIS*
NEVER FELL TO CATAclysm, AS
IT DID ON MOST EARTHS...

...AND INSTEAD WENT
ON TO SPEARHEAD THE
RAPID ADVANCEMENT
OF HUMAN CIVILIZATION.

MAN NOW LIVES IN PEACE
AND HARMONY WITH THE
NATURAL WORLD.

AND IS GUARDED
BY THE ALMIGHTY
ATLANTEAN
AVENGERS.

THAT IS THE EARTH THIS
PARTICULAR DEATHLOK EXPECTS
TO FIND WAITING FOR HIM.

ENTERING
UNIVERSAL
ATMOSPHERE.

WARNING:
ENCOUNTERING
TURBULENCE.

BUT INSTEAD,
SOMETHING ELSE
IS WAITING.

WARNING:
POSSIBLE
HOSTILE
DETECTED.

GRRRRRRGH!!!

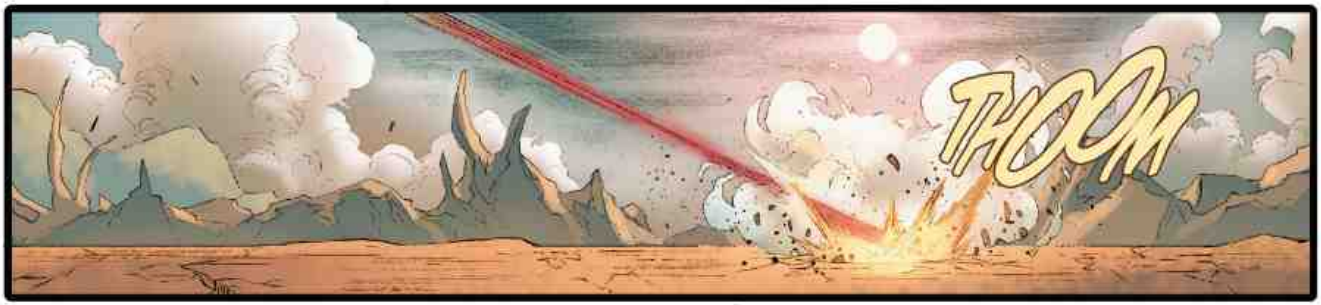
SEARCHING
RECORDS FOR
IDENTIFICATION.

IT'S A
WOLVERINE!

WHAT'S
WRONG
WITH IT?

UNKNOWN.

ITS ENERGY
SIGNATURE IS
NOT OF THIS
UNIVERSE.





CORRECTION.
AVENGER
DETECTED.

WHERE?

DIRECTLY
IN FRONT
OF YOU.

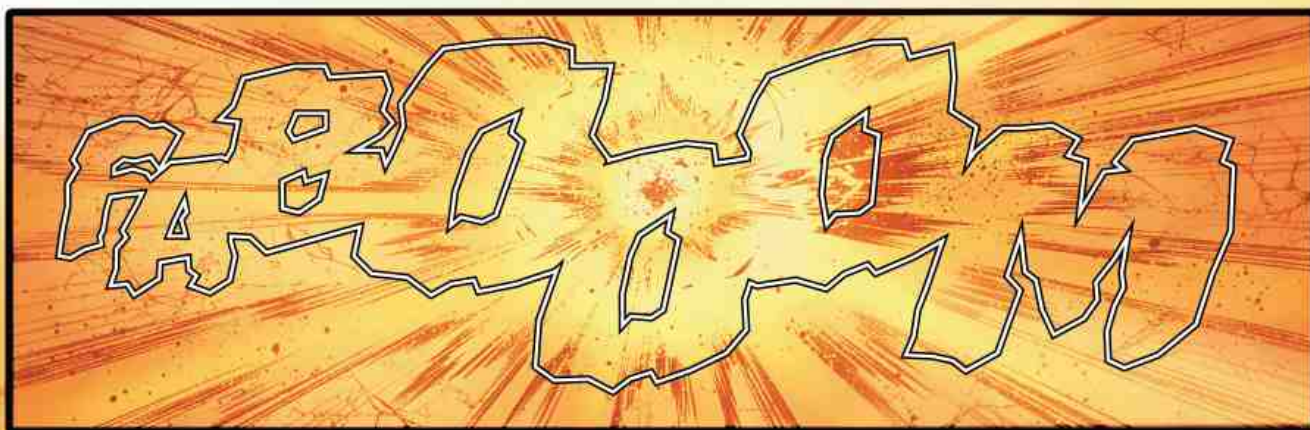


GHOST RIDER
OF EARTH-1719.

HELLO?
IS SOMEONE
THERE?

IF YOU
ARE THERE...
RUN!
PLEASE,
RUN!

I CAN'T
HELP WHAT'S
ABOUT TO--



ANOTHER
DEATHLOK. I'M
ALMOST GETTING
TIRED OF KILLING
THEM.

ALMOST.

SOMEONE
IS CONTROLLING
THEM. WE NEED TO
FIGURE OUT WHERE
THEY'RE COMING
FROM.

IT DOESN'T
MATTER.
SOON ENOUGH,
WHEREVER IT
IS...



IT WON'T
EXIST.
UNLESS
WE WANT
IT TO.

HEH.
NEXT TIME,
I GET TO
MURDER THE
DEATHLOK.

WARNING.
CALLING ALL
EARTHS.
ALL
AVENGERS.
THE
MASTERS OF
EVIL...

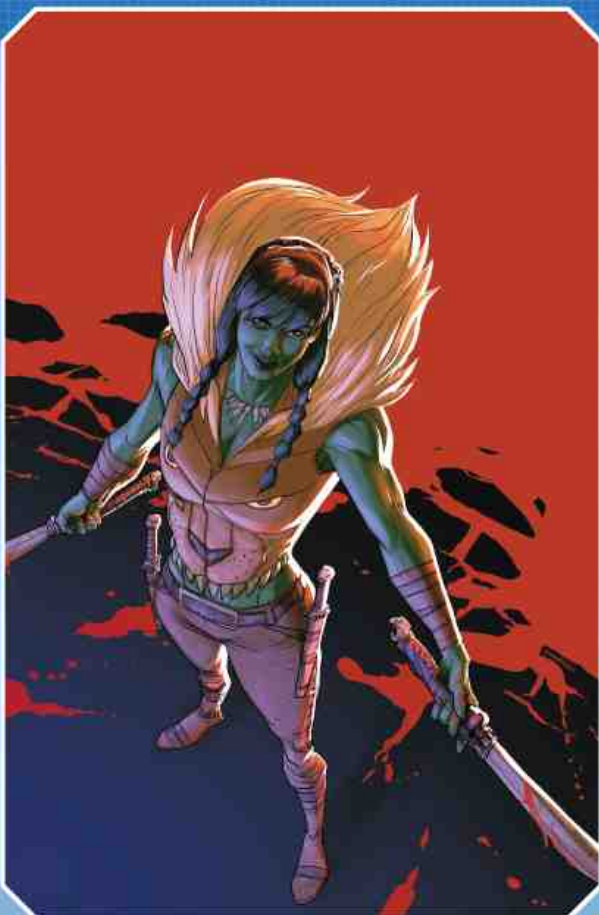
...ARE >ZZRKT<
COMING TO >ZZRKT<
KILL YOU ALL
>ZZRKT<



BRYAN HITCH & ALEX SINCLAIR
51 VARIANT



ROB LIEFELD
51 DEADPOOL 30TH ANNIVERSARY
VARIANT



PETE WOODS
51 DEVIL'S REIGN VILLAIN VARIANT



LOGAN LUBERA & RACHELLE ROSENBERG
52 VARIANT

**51 A DARK PHOENIX
RISES OVER ASGARD**



ASGARD.
REALM OF THE GODS.

"I **KNOW**
PEOPLE, OKAY?"

"I MEAN, I'M THE
GUY WHO KNOWS
ALL THE PEOPLE."

I KNOW
SPIDER-PEOPLE AND
SPACE PEOPLE AND PEOPLE
WHO DRESS UP LIKE **FROGS**
FOR A LIVING. IF THEY'RE
WEIRD AND WORTH
KNOWING, CHANCES ARE
I KNOW THEM.

BUT YOU
KNOW WHAT
KINDA PEOPLE
I **DON'T**
KNOW?

KLUNG

ONES
WITH **HAPPY**
FAMILIES.

KLUNG

I KNOW PLENTY OF FAMILIES
THAT WANNA MAIM OR MURDER
EACH OTHER, BUT NONE THAT
HAVE BACKYARD BARBECUES
TOGETHER.

GROWING UP WITH
DIFFICULT PARENTAGE
MUST BE SOME KINDA
UNspoken **PREREQUISITE**
WHEN IT COMES TO OUR
LINE OF WORK.

MAYBE IT'S
JUST THE PRICE
WE PAY TO GET TO
CANOODLE IN THE
CLOUDS, YOU
KNOW?

WHICH...YEAH.
YEAH, I SUPPOSE
I'M GOOD WITH
FOOTING THAT BILL.
HOW ABOUT **YOU**,
BIG GUY?

KLUNG



THOR, WHAT I'M TRYING TO SAY IS... I *GET* IT, PAL. WHAT YOU'RE GOING THROUGH RIGHT NOW. AFTER THESE LATEST...POTENTIAL REVELATIONS FROM THE PHOENIX.

I'VE BEEN THERE. I KNOW IT MAKES YOU QUESTION WHO YOU ARE OR WHO YOU ALWAYS *THOUGHT* YOU WERE.

I'M JUST HERE TO TELL YOU, FROM ONE CHILD OF PARENTAL UPHEAVAL TO ANOTHER, THAT IT *SHOULDN'T*.

KLUNG



YOU DON'T FIGHT FOR MIDGARD BECAUSE IT'S SOMETHING YOU WERE *GENETICALLY PREDISPOSED* TO DO.

YOU ARE WHO YOU'VE *MADE* YOURSELF TO BE.

THE GOD. THE AVENGER. THE KING.

IRREGARDLESS OF WHOSE *WOMB* YOU SPRANG FROM.

KLUNG

KLUNG

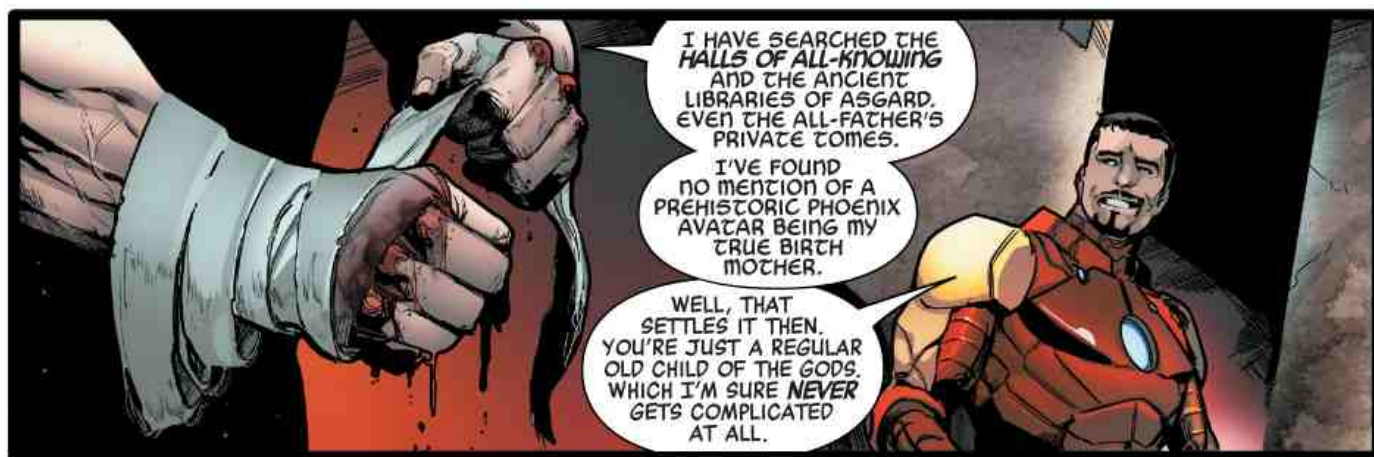


KLUNG

AYE.

THE GOD WHO WAS ONCE HUMBLER...BY A *WHISPER*. AND NOW...

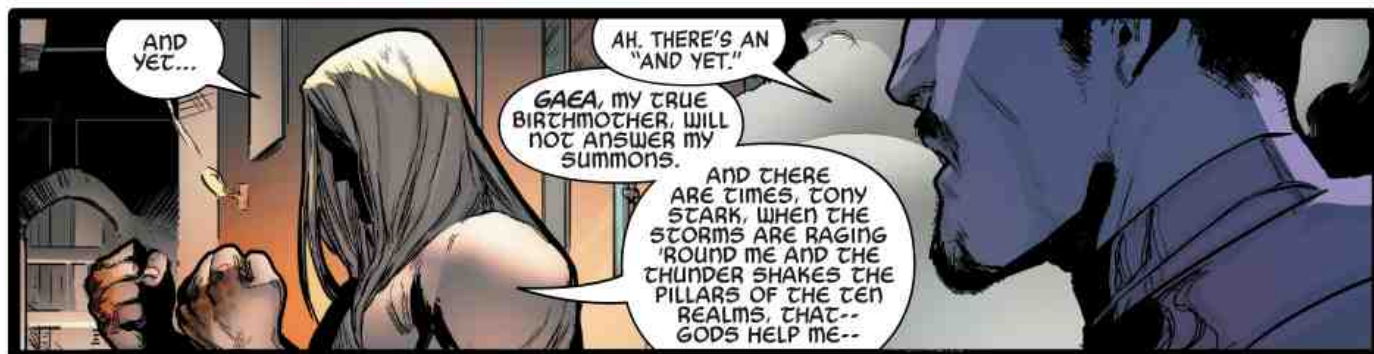
...BY A LYING *BIRD*.



I HAVE SEARCHED THE HALLS OF ALL-KNOWING AND THE ANCIENT LIBRARIES OF ASGARD. EVEN THE ALL-FATHER'S PRIVATE TOMES.

I'VE FOUND NO MENTION OF A PREHISTORIC PHOENIX AVATAR BEING MY TRUE BIRTH MOTHER.

WELL, THAT SETTLES IT THEN. YOU'RE JUST A REGULAR OLD CHILD OF THE GODS. WHICH I'M SURE NEVER GETS COMPLICATED AT ALL.



AND YET...

AH. THERE'S AN "AND YET."

GAEA, MY TRUE BIRTHMOTHER, WILL NOT ANSWER MY SUMMONS.

AND THERE ARE TIMES, TONY STARK, WHEN THE STORMS ARE RAGING 'ROUND ME AND THE THUNDER SHAKES THE PILLARS OF THE TEN REALMS. THAT-- GODS HELP ME--



--I FEEL FIRE IN MY VEINS.

WELL... JUST A SUGGESTION, BUT MAYBE IT WOULD HELP IF YOU...TALKED WITH ECHO.

no.

SHE'S BEEN WORKING DAY AND NIGHT TO BETTER UNDERSTAND AND CONTROL HER NEW POWERS, AND I THINK IT'D PROBABLY REALLY HELP HER TOO, IF YOU BOTH COULD--

no!

I WANT NOTHING TO DO WITH THE PHOENIX! NO MATTER WHAT FACE THE STAR-WITCH HIDES BEHIND! NO MATTER HER LIES!

YOU TELL ECHO, FROM THE THUNDER KING OF ASGARD, TO STAY FAR THE HEL AWAY FROM ME!



I JUST
NEED TO TALK
TO HIM.
PLEASE.



THAT IS
NOT A GOOD
IDEA. BELIEVE
ME.

ALL-FATHER
THOR HAS TOO
MUCH ON HIS PLATE
AS IS. I'M AFRAID
THERE ISN'T ROOM
FOR THE LIKES OF
YOU, LADY
ECHO.

AS
GUARDIAN
OF THE BIFROST,
I CANNOT LET
YOU PASS.

I DON'T
WANT TROUBLE,
SIF.



GOOD. HOLD TIGHT TO
THAT NOTION. AS
IT COMPELS YOU TO
TURN AND LEAVE.

I DON'T
WANT TROUBLE,
BUT I'VE ALREADY
GOT **PLENTY**,
WHETHER I LIKE
IT OR NOT.

THOR AND
I BOTH DO. AND
IT'S NOT GOING AWAY
UNTIL HE AND I CAN
FIGURE IT OUT
TOGETHER.



I HAVE
BEEN TRYING MY
BOR-DAMNEDEST TO
BE **NICE**, MAYA LOPEZ,
FOR I SEE YOUR NOBLE
HEART, EVEN DOWN
AMID THE **INFERNO**
THAT RAGES
INSIDE YOU.

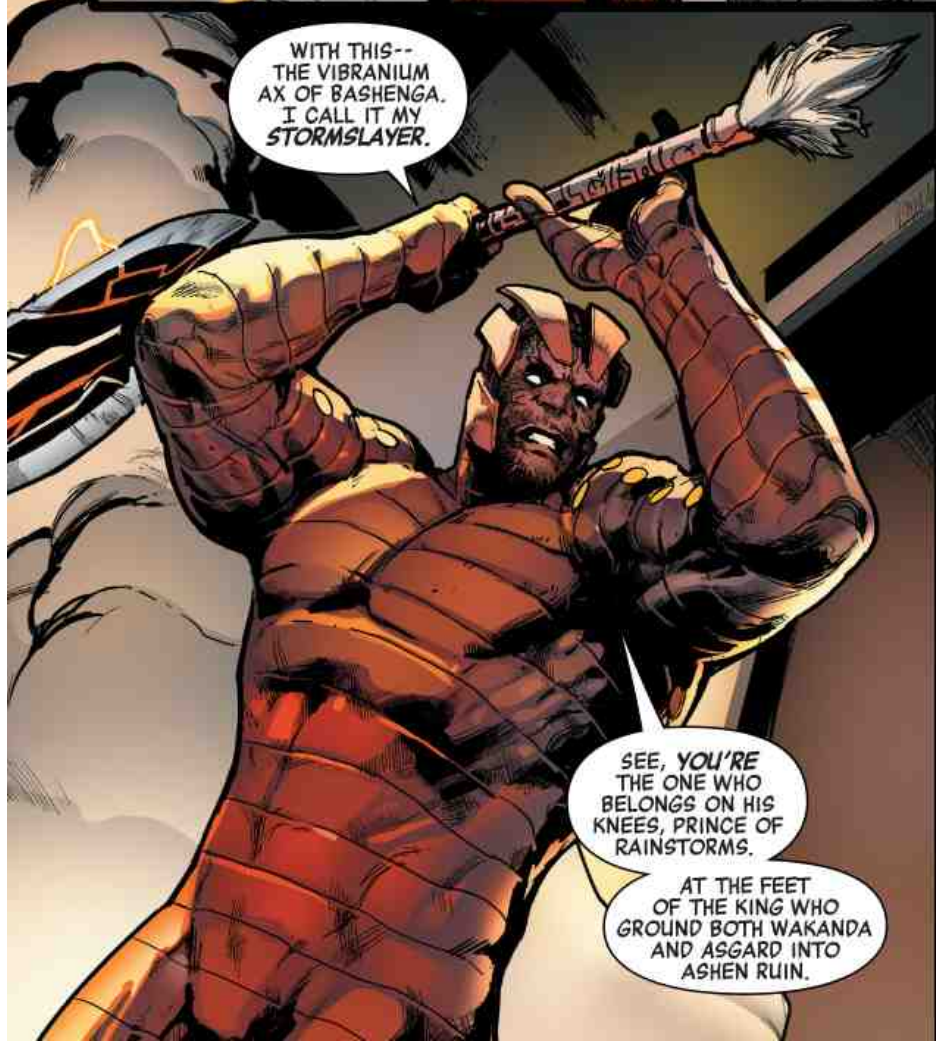
BUT
'TIS NOT
MY JOB TO
BE **NICE**.

GET OFF
MY BRIDGE,
PHOENIX.











KILLMONGER?
BLACK PANTHER'S
ENEMY?

SINCE WHEN DO
YOU RUN AROUND
IN...ASGARDIAN
DESTROYER ARMOR
INTERLACED WITH...
WAKANDAN TECH?

OH, LOOK,
IT'S THE MOST
PATHETIC SIGHT IN
ALL THE UNIVERSES.
A **STARK** TRYING TO
FIGURE THINGS
OUT WITH ITS
MOUTH.

YES, WE
SHOULD STOP IT
FROM THINKING BEFORE
IT HURTS ITSELF.
SHOULDN'T WE?
BERSERKER?



WOLVERINE?

WHAT DID
THEY DO TO
YOUR EYES?!



I KNOW
THERE ARE
MORE OF YOU
HERE, LITTLE
RODENTS.

THE TINKERING
OF YOUR MASTER
MAY SHIELD YOUR
ROTTING BRAINS FROM
ME, BUT IT ALSO MEANS
I CAN SPOT YOUR
MENTAL BLANKNESS
FROM ACROSS THE
SUPERFLOW.



YOU CANNOT
HIDE FROM ME,
DEATHLOKS.

WE WHO ARE
ALREADY DEAD
ARE NOT AFRAID
TO DIE!

AFRAID,
NOT AFRAID,
WHO GIVES A
DAMN?

IT ONLY
MATTERS THAT
YOUR FLESH FEEDS
THE FLAME,
DEARIES.



NO!

YOU AND ME
GOT A LOT TO TALK
ABOUT, LADY.

PHOENIX TO
PHOENIX!

IS THAT
WHAT YOU
THINK YOU
ARE?

HA!



MIND CONTROL?
CLONE? BAD DAY
ON KRAKOA? WHAT
HAPPENED TO
YOU, LOGAN?

THESE DEATH
HUNTERS...YOU
MAY KNOW THEIR
FACES, AVENGER,
BUT THEY ARE NOT
OF YOUR UNIVERSE.



ALT-REALITY
WAS GONNA BE MY
NEXT GUESS. WHY ARE
THEY AFTER A BUNCH
OF DEATHLOKS?

BECAUSE WE'VE
SEEN THE SCOPE OF
THEIR OMNI-ATROCITIES.
AND BEEN DISPATCHED
TO WARN THE EARTHS.

ON ORDERS FROM
THE GUARDIAN OF
THE GOD QUARRY,
AVENGER PRIME.

LISTEN TO ME,
TONY STARK. THEY
WILL TARGET YOUR
WORLD'S SUPER-GENESIS
POINT AND ITS ORIGINAL
PROTECTOR. YOU MUST
GO TO THE AID OF--



NO!

YOU FIGHT
LIKE A MAN WHO
BELIEVES, LITTLE
STARK. WHO
HOPES.

I WILL
LIBERATE YOU FROM
THE ALBATROSS OF
THOSE INANE
ASPIRATIONS.

I WILL
BREAK THE
IRON MAN!





YOU ARE FRESHLY FIRED, I SEE. LIKE A TODDLER STILL LEARNING TO WADDLE UPRIGHT.

YOUR WEAPONS ARE USELESS AGAINST ME.

YOU CAN'T EVEN PROTECT YOUR OWN MIND.

GAAGH!

YOU SEEK TO WIELD THE PHOENIX LIKE A COMMON *SWORD*, MAYA LOPEZ, YET YOU HAVEN'T PROPERLY SHARPENED THE BLADE.

YOU WILL FALL, AND YOUR EARTH WILL FALL WITH YOU. THE PHOENIX CHOSE POORLY.

AYE, IT DID.



THE PHOENIX NEVER SHOULD'VE COME TO ASGARD!

NEITHER DAMN ONE OF YOU!!!

THESE DEATH
HUNTERS HAVE COME
SEEKING CONQUEST
FROM ACROSS TIME AND
SPACE, FROM ACROSS
THE SUPERFLOW THAT
BINDS UNIVERSE TO...



HUEERRGGH!!!



...TO UNIVERSE.
BROUGHT
TOGETHER BY THE
DOOM ABOVE ALL
AND THE COUNCIL
OF RED. TO
REMAKE HUNDREDS
OF EARTHS IN...



...IN THEIR OWN
DEPRAVED IMAGE. TO
DO THIS, THEY WILL
STRIKE AT YOUR ANCIENT
PAST. THEY WILL
SLAUGHTER YOUR AGE OF
HEROES IN ITS INFANCY.



THE DAWN OF MAN. THE
DAWN OF IT ALL. THIS IS
WHERE THE AVENGERS MUST
MAKE THEIR FINAL STAND.

ALL AVENGERS.
THE MEGAVERSE'S
MIGHTIEST HEROES.

RRRRRGGH!!!





I CARE NOT WHERE YOU'RE FROM OR WHY YOU'RE HERE, WITCH!

I KNOW ONLY THAT YOU'RE A FOOL TO SET FOOT IN THE DOMAIN OF THOR!

HAVE YOU ANY IDEA HOW BADLY I'VE WANTED TO BLUDGEON THE PHOENIX?!



YOU ARE NEXT, ECHO. LEAVE THIS REALM AT ONCE.

SHE'S A PHOENIX FROM AN ALTERNATE REALITY. AN HONEST-TO-GOD WORLD-DESTROYER. THOR, WE HAVE TO WORK TOGETHER TO STOP HER.

NEVER!



THE DARK PHOENIX HAS RISEN OVER ASGARD!

YOU CANNOT STOP THE DEATH HUNT!



GAAAGGGH!!!



RUN.

WE ARE THE
LAST DEATHLOKS
LEFT ALIVE IN
ASGARD. WE CAME
HERE BECAUSE WE
HOPED THE ALL-THOR
AND HIS AVENGERS
COULD SAVE US.

BUT OUR
RECORDS SHOW,
YOU ARE NOT EVEN
AN AVENGER, MAYA
LOPEZ OF THE 616.

NOT
SURE WHAT
I AM.



SUPPOSE
IT'S TIME I
FOUND OUT.

THIS EARTH
MUST BE BEREFT
OF SUITABLE HOSTS,
THAT THE PHOENIX
WOULD CHOOSE A
MIMIC FOR ITS
AVATAR!

A PETTY
COPIER OF
COMMON STREET
FIGHTERS!



LOOK UPON
THE POWER OF
A TRUE PHOENIX
UNFETTERED!

AS IT MELTS
THE EYES FROM
YOUR FACE!

**AVENGERS
MOUNTAIN.
DAYS EARLIER.**

"WELCOME TO THE
BRAIN ROOM. OUR
COMPUTER NETWORK
THAT RUNS OFF THE
CEREBRAL TISSUE
OF A CELESTIAL."

HERE YOU
CAN ACCESS VISUAL
RECORDS OF EVERY
FIGHTING STYLE KNOWN
TO MAN. AND MANY
THAT AREN'T.

SO FAR, MAYA,
YOUR PHOTOGRAPHIC
REFLEXES HAVE ALLOWED
YOU TO MASTER NEARLY
EVERY SIGNIFICANT
EARTH-BASED
MARTIAL ART.

NOW THAT
YOU'RE ASCENDING
TO A MORE **COSMIC**
LEVEL OF COMBAT...WHOSE
ABILITIES WOULD YOU
LIKE TO ADD TO YOUR
REPERTOIRE?

THIS
IS ANOTHER
TEST.

I'M THE BLACK PANTHER.
EVERYTHING IS
A TEST.

YOU CANNOT
POSSIBLY CHALLENGE
ME MORE THAN I
CHALLENGE MYSELF,
T'CHALLA.

MOUNTAIN.
SHOW ME RECORDS
OF ALL BEINGS WITH
THE POWER TO KILL
THE PHOENIX.

DISPLAYING.
OWEN REECE.
THANOS OF TITAN.
GALACTUS. THE
LIVING TRIBUNAL.
THE BEYONDERS.

I SEE. AS
THE MOST MARKED
AND FEARED WOMAN IN
THE UNIVERSE, YOU ASSUME
AT SOME POINT YOU WILL
NEED TO FIGHT FOR YOUR
LIFE AGAINST ONE OF
THESE BEINGS.

PROBABLY.
BUT THAT WASN'T
WHAT I WAS
THINKING.

I'M
THE PHOENIX.
WHICH MEANS I'LL
PROBABLY HAVE TO
FIGHT FOR MY
LIFE...

...AGAINST
THE **PHOENIX**.
SO I'D BETTER
KNOW HOW TO
KILL IT.

WANDA
MAXIMOFF.
ODIN BORSON.
THOR ODINSON.



YOU'RE
RIGHT. I'VE
ALWAYS BEEN A
HUMAN ECHO.



BUT WITH
THE POWER OF
THE PHOENIX, I'M
FAR MORE THAN
HUMAN.

I CAN BE
AN ECHO OF
EVERYTHING
AT ONCE.

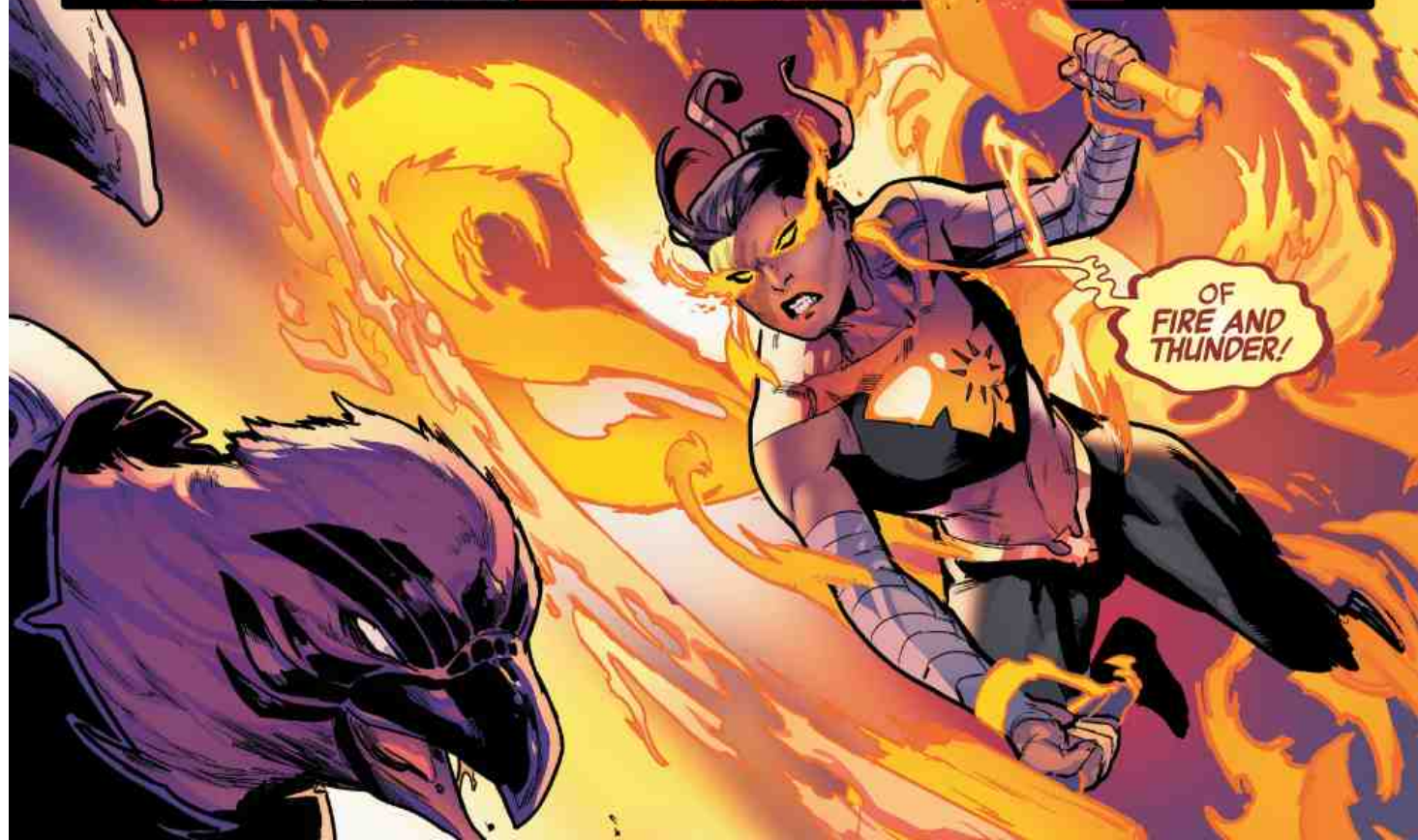
OF STEEL
AND KNUCKLES
AND ALL THAT I
WAS BEFORE.



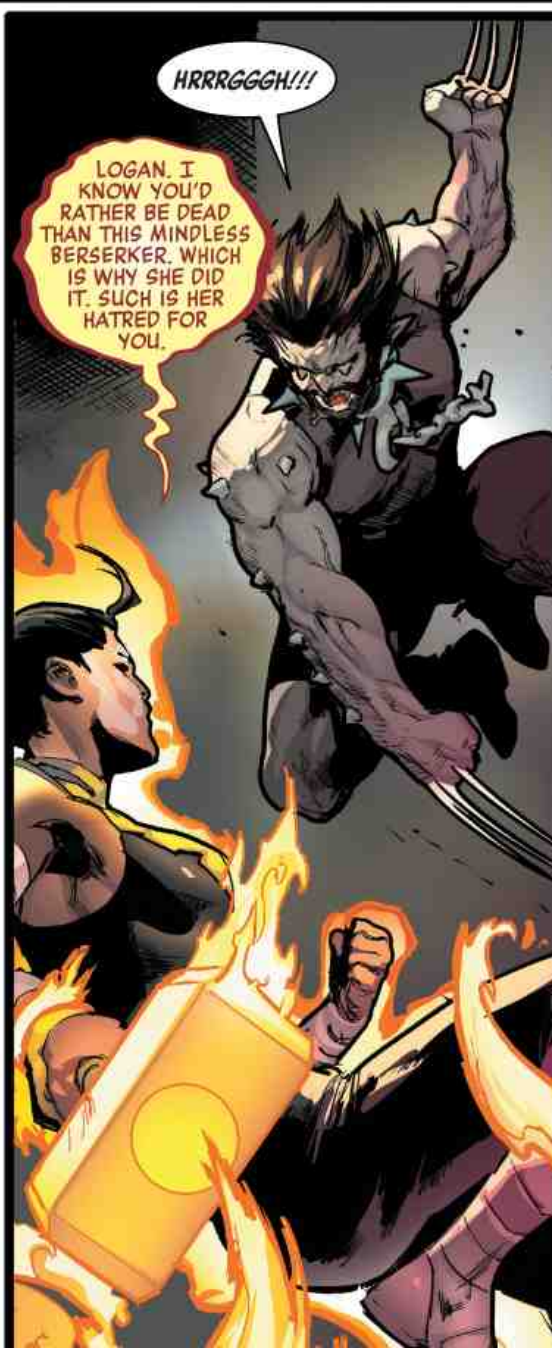
GAAGH!

AND OF
EVERYTHING FROM
THROUGHOUT THE
HEAVENS THAT
COULD POSSIBLY
END US.

OF GODS
AND GOD-
EATERS.



OF
FIRE AND
THUNDER!







NOT SURE WHAT
SORT OF BACKWOODS
UNIVERSES YOU CHEAP
KNOCKOFFS ARE USED
TO DEALING WITH...

...BUT IN THIS
ONE, WE'VE GOT
SOMETHING CALLED
EARTH'S MIGHTIEST
HEROES.

AVENGERS
A--



NO! ECHO
IS NOT AN
AVENGER!

I NEVER SAID
I WAS YOUR MOTHER
EITHER, BUT I CAN SURE
SPANK YOU LIKE
I AM!

GUYS! SAVE
THE UNIVERSE FIRST!
SPANK EACH OTHER
LATER!



WE ARE DEATHLOKS.
THE INTERUNIVERSAL
AGENTS OF AVENGER PRIME.
WE HAVE CROSSED A MILLION
FIRMAMENTS TO BRING THIS
EARTH A WARNING.

OF MULTIVERSAL
MASSACRE. OF THE
INFINITY REQUIEM.

OF MOONS
OF MELTED FLESH
AND A LEGION OF
SUPER SATANS
WHO--



AH. THE
SON OF THE
THUNDERBIRD.
IS THAT WHAT
YOU TWO ARE
BICKERING
ABOUT?

NO!!!

PERFECT
TIME FOR MY
OTHER PET TO ARRIVE.
NOW THAT HE'S DONE
PAINTING THE AETHER
WITH THE BLOOD OF
DEATHLOKS.



DON'T
WORRY,
AVENGERS.

THE THUNDERER
AND THE PHOENIX
CAN INDEED BE ONE
HAPPY FAMILY.

CAN'T
THEY, MY
BERSERKER?



CAP, WE'VE GOT
REAL TROUBLE
IN ASGARD.

WE'RE UNDER
ATTACK HERE TOO!
IT CAME OUTTA NOWHERE!
TONY, NO MATTER
WHAT HAPPENS...

...DON'T LET
THEM KILL THE
DEATHLOKS!

52 WHERE IS SHE WHO HAS BEEN BORN
WITH THE BRAND OF THE STARS?



★ "MRS. ANDERS?"

"YES?"

"MY DEEPEST
CONDOLENCES, MA'AM.
YOUR HUSBAND
WAS A FINE MAN."

"THANK YOU, SON. I'M
SORRY, MY EYES AREN'T
WHAT THEY USED TO BE,
BUT I DON'T
THINK I KNOW YOU."

"I SERVED WITH
ALFRED DURING
THE WAR."

"DURING THE *WAR*? YOUNG
MAN, YOU MUST BE
MISTAKEN. MY HUSBAND
FOUGHT IN *WORLD WAR II*."

"YES, MA'AM,
HE DID. MOST
BRAVELY."

"I...I WANTED TO HAVE
PALLBEARERS FOR HIM, MEN
IN UNIFORM--YOU KNOW.
BUT...ALL THE OTHER
SOLDIERS, ALL HIS OLD
FRIENDS...THEY'RE ALL GONE."

"NOT ALL OF
THEM, MA'AM.
DON'T YOU
WORRY ABOUT
THE *PALLBEARERS*."



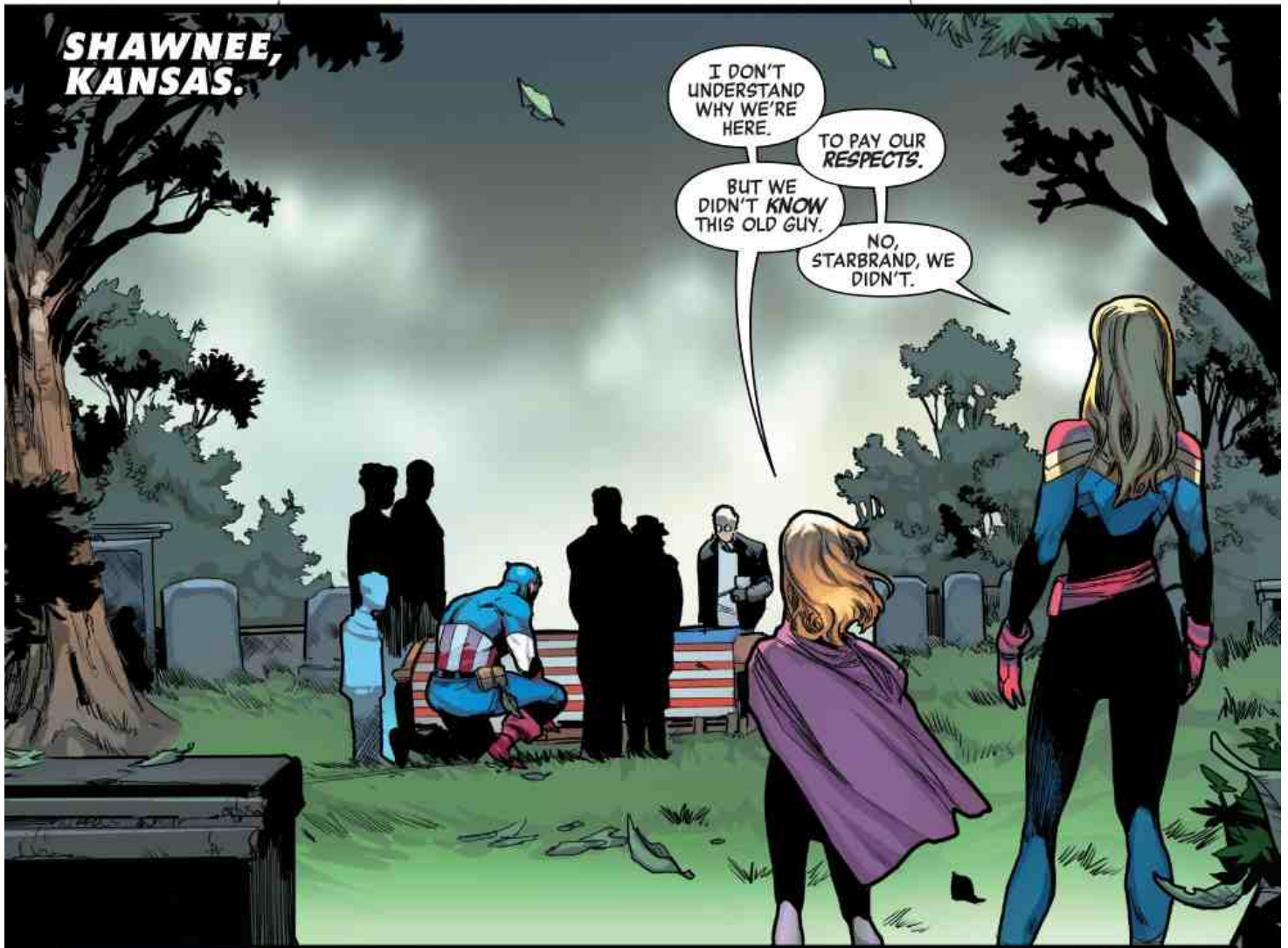
**SHAWNEE,
KANSAS.**

I DON'T
UNDERSTAND
WHY WE'RE
HERE.

TO PAY OUR
RESPECTS.

BUT WE
DIDN'T *KNOW*
THIS OLD GUY.

NO,
STARBRAND, WE
DIDN'T.



"BUT WE KNOW
THAT ONE. AND HE
ASKED US TO COME.

"AND WHEN *CAPTAIN AMERICA*
ASKS IF YOU'LL BE SOMEWHERE,
'YES' OR 'NO' AREN'T ANSWERS
YOU EVEN CONSIDER."



"WHAT TIME,
SIR?"

THAT'S THE
ANSWER.

HMPH.

WHAT
TIME
CAN WE GET
THE %e#@
OUTTA
HERE?



I THOUGHT YOU'D BE **HAPPY** TO BE OUT OF AVENGERS MOUNTAIN FOR A CHANGE, BRANDY. I MEAN, YOU HAVEN'T BEEN OUT IN THE WORLD SINCE WE WERE ON THE RUN FROM KHONSHU.

AND YOU WERE STILL A **BABY** THEN.

HEH.

OR IS THERE MAYBE SOMETHING YOU'D LIKE TO TELL ME?

WEEKS EARLIER.

SPECIAL AGENT KANKRR TO CONTROL! THE EARTH OPERATION IS BLOWN!

SOMETHING'S FOUND US!

WHATEVER IT IS, IT CAN'T BE STOPPED! SEpziz AND WAR-WART ARE DEAD!

THIS **THING** BLASTED RIGHT THROUGH THEM LIKE--



"I'M THE
STARBRAND."



I WAS
BORN TO PROTECT
THE EARTH FROM
ALIEN SCUM.

SO I DON'T
THINK YOU REALLY
WANNA HEAR WHAT
I'D LIKE TO TELL YOU,
DANVERS, YOU
KREE-LOVING
HALF-BREED.

SIMMER
DOWN, HALF-PINT.
THE AVENGERS WERE
CHANGING YOUR DIAPERS
UP UNTIL A COUPLE OF
WEEKS AGO.

AND I'M
MORE THAN CAPABLE
OF STILL TREATING
YOU LIKE A BABY IF I
NEED TO, COSMIC SUPER-
POWERS OR NOT. SO
I'D MAYBE WATCH MY
SMART LITTLE
MOUTH IF I WERE--



YOU MADE IT.
GREAT! THANK
YOU BOTH FOR
COMING.

I HAD TO BE
IN TOWN TO PAY
MY RESPECTS, SO I
THOUGHT IT WAS
ABOUT TIME WE
DID THIS.

WE SHOULD
GET MOVING.
WE'VE GOT A
LOT TO
SEE.

**STRAWBERRY HILL.
KANSAS CITY, KANSAS.**

THIS...
IS A LOT TO
SEE?

IT IS
FOR YOU,
BRANDY,
YES.

WELL, I DON'T SMELL
A SINGLE ALIEN IN
THIS WHOLE STINKING
NEIGHBORHOOD.

SO IF I HAD
A SPARTAX KRUGARANG
FOR EVERY OUNCE OF
INTEREST I'VE GOT IN
WHATEVER THE CRAP YOU
BROUGHT ME OUT
HERE TO SEE, CAP...

...I'D HAVE
EXACTLY ZERO
KRUGARANGS.

THIS
WAS YOUR
MOTHER'S
HOUSE.

MY
MOTHER?

SUZANNE
SELBY.

HER FAMILY CAME HERE
FROM SERBIA IN 1902 TO
WORK THE STOCKYARDS AND
MEATPACKING HOUSES
ACROSS THE RIVER.

SUZANNE
WAS BORN IN THIS
HOUSE, JUST LIKE
HER MOTHER
BEFORE HER.

THIS WAS
WHERE SHE LIVED
UP UNTIL SHE LOST HER
JOB AND DID WHAT LOTS
OF DESPERATE PEOPLE
DO IN THAT SITUATION.

"SHE FLED ACROSS
THE BORDER, SEARCHING
FOR A BETTER LIFE.

"IN THIS CASE,
THE GALACTIC
BORDER OF THE
SHI'AR IMPERIUM.



"IMPERIAL BORDER PATROL PICKED HER UP AS AN UNDOCUMENTED IMMIGRANT."

"ENDED UP SENDING HER TO RAVENSTARR PRISON. EVEN THOUGH SHE WAS PREGNANT. THAT'S WHERE WE FOUND HER."



"THAT WAS... WHERE SHE DIED.*"

"AS THE STARBRAND."

"AS A MOTHER, DOING WHATEVER SHE COULD TO PROTECT HER CHILD."

*IN AVENGERS #30. --TOM



TO PROTECT YOU.

WHY... DID YOU BRING ME HERE?



BRANDY, WE KNOW YOU'VE BEEN SNEAKING OUT OF THE MOUNTAIN TO HUNT DOWN ALIEN INSURGENTS ACROSS THE EARTH.

WHICH STOPS AS OF NOW.

THIS STARBRAND... IT MAKES ITS WIELDER INTO A WEAPON. MAYBE THE MOST POWERFUL SPACE CANNON ON THE PLANET.

WE JUST WANNA MAKE SURE, KID, THAT BRAND OR NO BRAND...DEEP DOWN...



...YOU KNOW WHO YOU REALLY ARE.



CAN WE GO INSIDE?

I'D LIKE TO HOLD SOMETHING SHE TOUCHED.



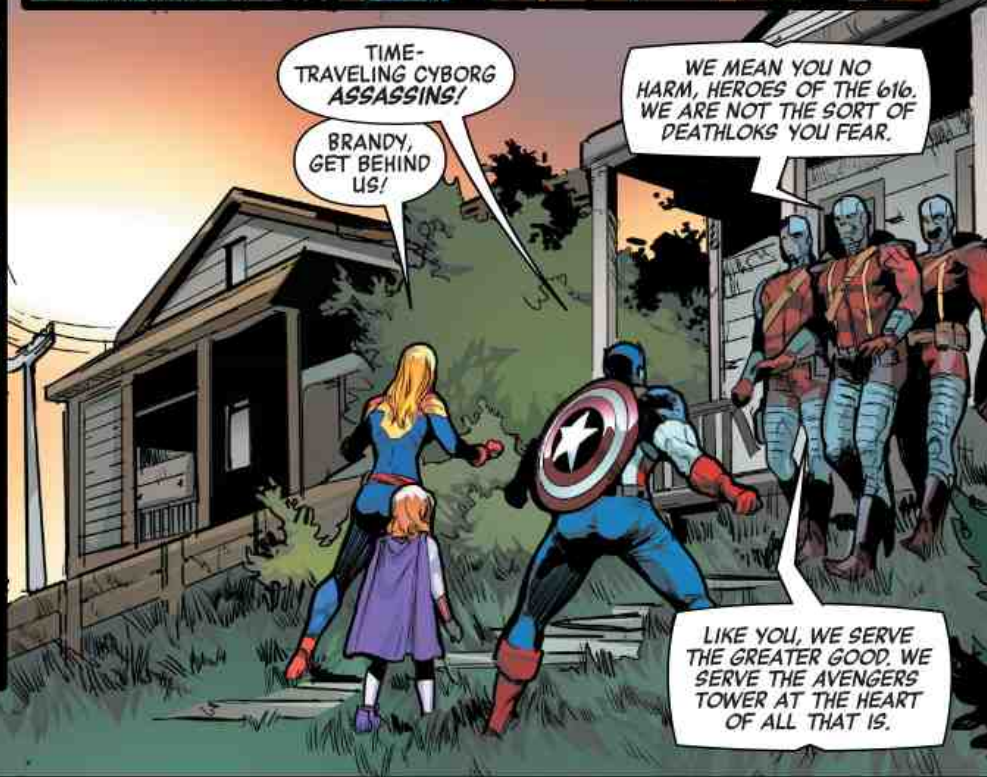
OF COURSE WE CAN, KID. THAT'S WHY WE'RE--

CAP...



AVENGERS, WE HOPED WE WOULD FIND YOU HERE.

DEATHLOKS!

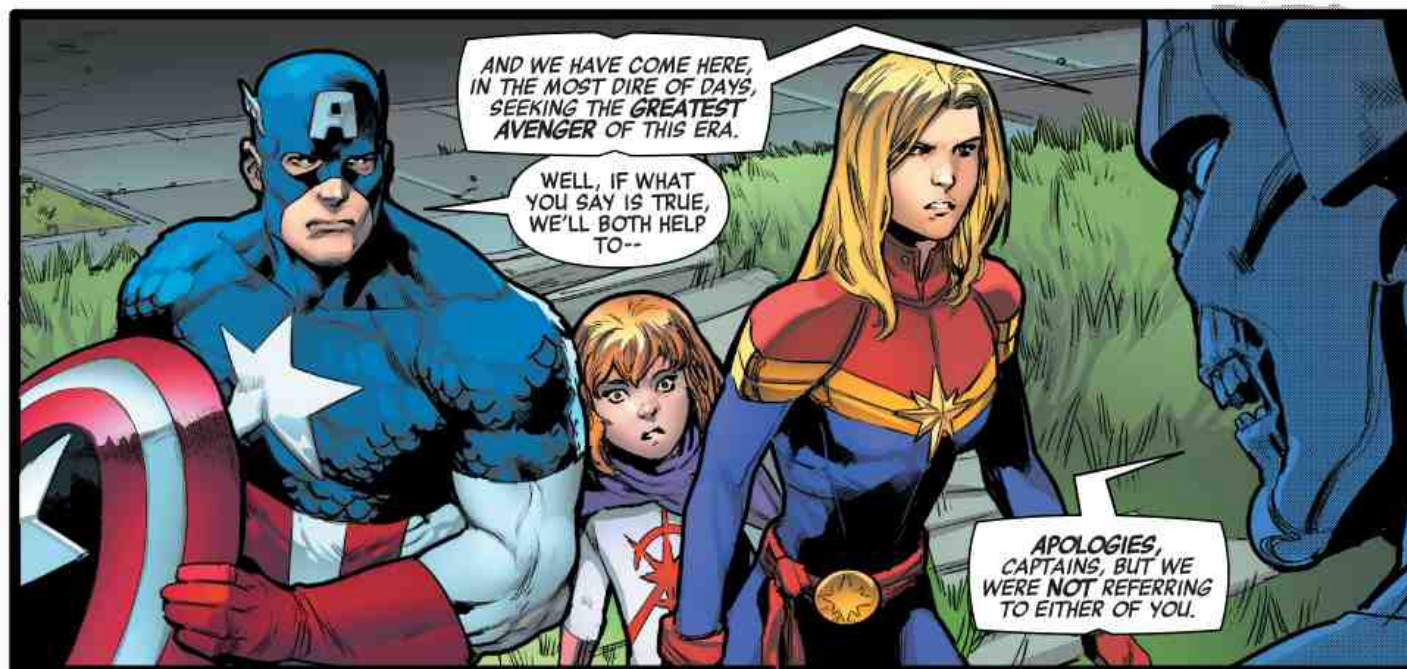


TIME-TRAVELING CYBORG ASSASSINS!

BRANDY, GET BEHIND US!

WE MEAN YOU NO HARM, HEROES OF THE 616. WE ARE NOT THE SORT OF DEATHLOKS YOU FEAR.

LIKE YOU, WE SERVE THE GREATER GOOD. WE SERVE THE AVENGERS TOWER AT THE HEART OF ALL THAT IS.

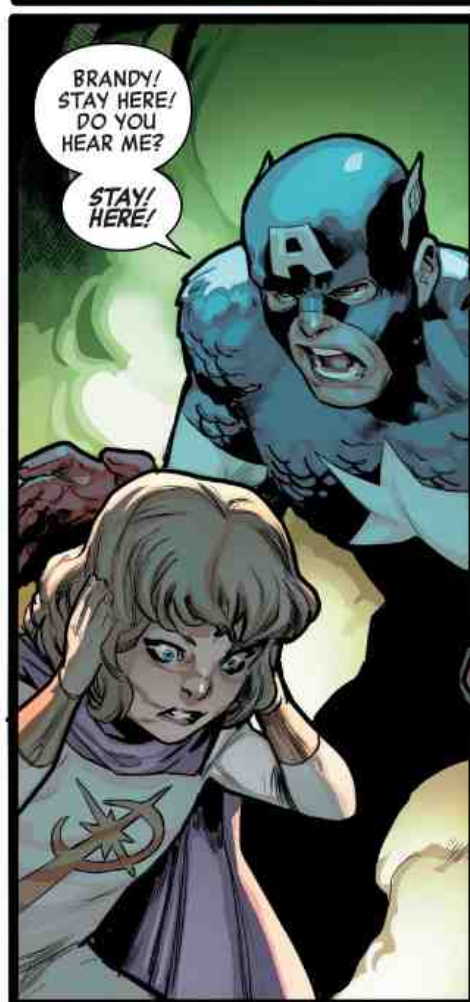


AND WE HAVE COME HERE, IN THE MOST DIRE OF DAYS, SEEKING THE GREATEST AVENGER OF THIS ERA.

WELL, IF WHAT YOU SAY IS TRUE, WE'LL BOTH HELP TO--

APOLOGIES, CAPTAINS, BUT WE WERE NOT REFERRING TO EITHER OF YOU.







HA! THAT'S
AT LEAST A **THOUSAND**
DEATHLOKS SENT TO HELL
BY ME AND MY **NOGGIN**
BOMBS!

YOU'LL NEED
A DOZEN MORE
UNIVERSES TO EVER
HOPE TO CATCH UP,
SKULLY!



PLEASE
MAKE IT
STOP!

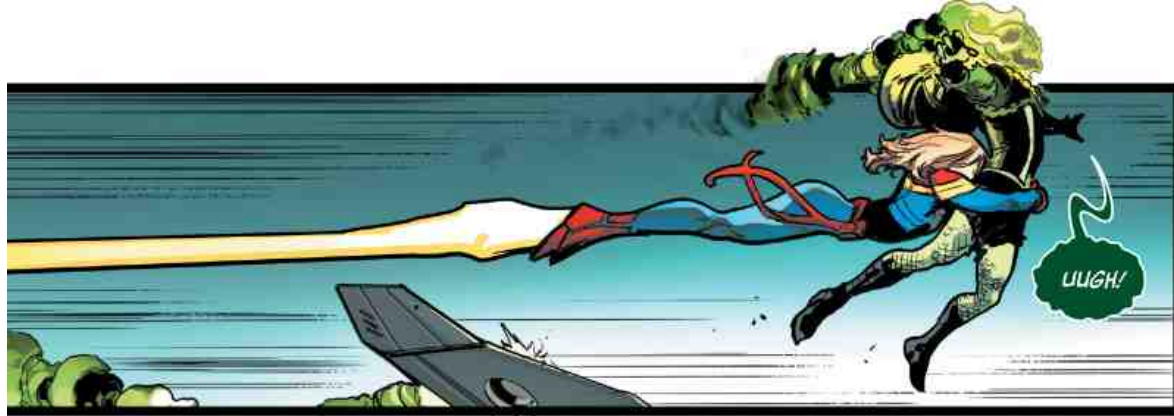
YOU
MURDER YOUR
WAY, **GHOST**
GOBLIN.

THE WEST BOTTOMS.
KANSAS CITY, MISSOURI.



I'LL
MURDER
MINE.

HGGGHHK!



UUGH!



AH, HELLO,
MS. MARVEL!

OR CAPTAIN
MARVEL OR MAJOR
MARVEL OR WHATEVER
MARVEL YOU CALL
YOURSELF IN THIS
UNIVERSE!

AREN'T YOU
GOING TO ASK ME
WHO I AM?



NOPE.

GAAARRRRRGH!

YOU TOLD
ME ALL I NEEDED
TO KNOW WHEN YOU
TRIED TO KILL MY
FRIENDS.

EDDIE BROCK? IS THAT
YOU? WHAT IN GOD'S
NAME HAVE YOU DONE
TO YOURSELF NOW?

OH, ROGERS.
AS PATHETICALLY
SLOW-WITTED
AS EVER.





FROM EARTH
TO EARTH, THESE
LITTLE REUNIONS OF
OURS ARE ALWAYS SO
AWKWARD. LIKE BUMPING
INTO AN OLD FLAME FOR
WHOM THE FIRES OF
PASSION HAVE LONG
SINCE...FIZZLED.



WHAT I'M
TRYING TO SAY IS...
I'VE GROWN BORED
OF KILLING YOU,
CAPTAIN AMERICA.



BUT I
SUPPOSE I CAN
MAKE ONE LAST
EXCEPTION. FOR
OLD TIMES'
SAKE.

THE RED
SKULL?!

THE
BLACK SKULL,
ACTUALLY.



FROM AN EARTH
WHERE THE OVERLORD
OF HYDRA GRAFTED AN
ALIEN SYMBIOTE ONTO
HIS NAZI FLESH.

HERR VENOM,
OF THE MASTERS
OF EVIL.

GAAGH!

THD



CAPTAIN ROGERS, NO
MATTER THE UNIVERSE, IT'S
ALWAYS AN HONOR TO
FIGHT BY YOUR SIDE, SIR.

DOESN'T
MATTER IF HE'S
FROM ANOTHER EARTH.
THE RED SKULL IS
THE RED SKULL.



T'CHALLA,
WE NEED THE
AVENGERS IN
KANSAS CITY.

AVENGERS
MOUNTAIN,
COME IN.

UUUGH!



WE SHOULDN'T
HAVE LED OUR
HUNTERS HERE.
THE 616 REALITY
IS FAR TOO
IMPORTANT.

REALLY?
THIS ONE?

FROM WHAT I
SEE, ITS HEROES
ARE EITHER TARNISHED
AND DIMINISHED OR
UNDERBAKED AND
UNREALIZED.

WHEN IT COMES
TO EARTHS... I'D SAY
THIS ONE'S BEST DAYS
ARE BEHIND IT.

THE SORT OF
DAYS THAT WILL
NEVER COME AGAIN.

RRRGHH!!!



"THEN YOU HAVE LOST FAITH, BROTHER DEATHLOK, AND FAIL TO RECOGNIZE A WORLD ON THE VERGE OF ITS NEXT EVOLUTION."

"ITS AVENGERS' CORE FOUR STAND UNITED, FOR AT LEAST A BIT LONGER."



"ITS CAROL DANVERS CONTINUES TO ASCEND, WITH NO CEILING IN SIGHT."

"ITS PHOENIX HAS BEEN REBORN AS SOMETHING NEW."



"ITS PRIMARY GHOST RIDER VERGES ON AN UNPRECEDENTED COSMIC AWARENESS."

GAAAGH!



"FROM RUIN, ITS NAMOR IS PRIMED TO RISE."



"ITS JANE FOSTER HAS ALREADY RISEN."

NAMORS AND JANE FOSTERS? OPEN YOUR EYES, YOU DELUDED DEATHLOKS!

LOOK AT HOW MANY UNIVERSES HAVE ALREADY BEEN REWRITTEN! HOW MANY PHOENIXES AND GHOST RIDERS AND GODS HAVE BEEN ERASED FROM EXISTENCE!

THIS EARTH IS A @#\$%&*\$# DISASTER THAT CAN'T EVEN SAVE ITSELF, LET ALONE ANY OF US!

PERHAPS YOU SHOULD OPEN YOUR OWN EYES, FRIEND DEATHLOK.

YOU ASK, "WHY THIS REALITY?" THE ANSWER IS CLEAR.



"LOOK TO
THE DAWN."

"HERE IT
COMES NOW."

I SMELL A
KLYNTAR!

THE
BASTARD CHILD
OF KNULL!

A SOUL-
SUCKING ALIEN
SYMBIOTE!

WHO'S
AFRAID OF
FIRE!

BRANDY!
NO!

AAAAARGH!

A
DANVERS?!

HA!

ONE MEASLY
LITTLE CAROL DANVERS
THOUGHT SHE COULD BRING
DOWN NORMAN OSBORN,
THE GHOST GOBLIN?!

I RIP
APART SPIRITS
OF VENGEANCE
WITH MY OWN
TWO HANDS!

DO
YOU SEE
HOW MUCH OF
A NOTHING YOU
ARE NEXT TO
ME?!



ALL I SEE
IS A SACK OF
BONES.
WHO BLEW UP
MY MOTHER'S
HOUSE!

UUUGH!

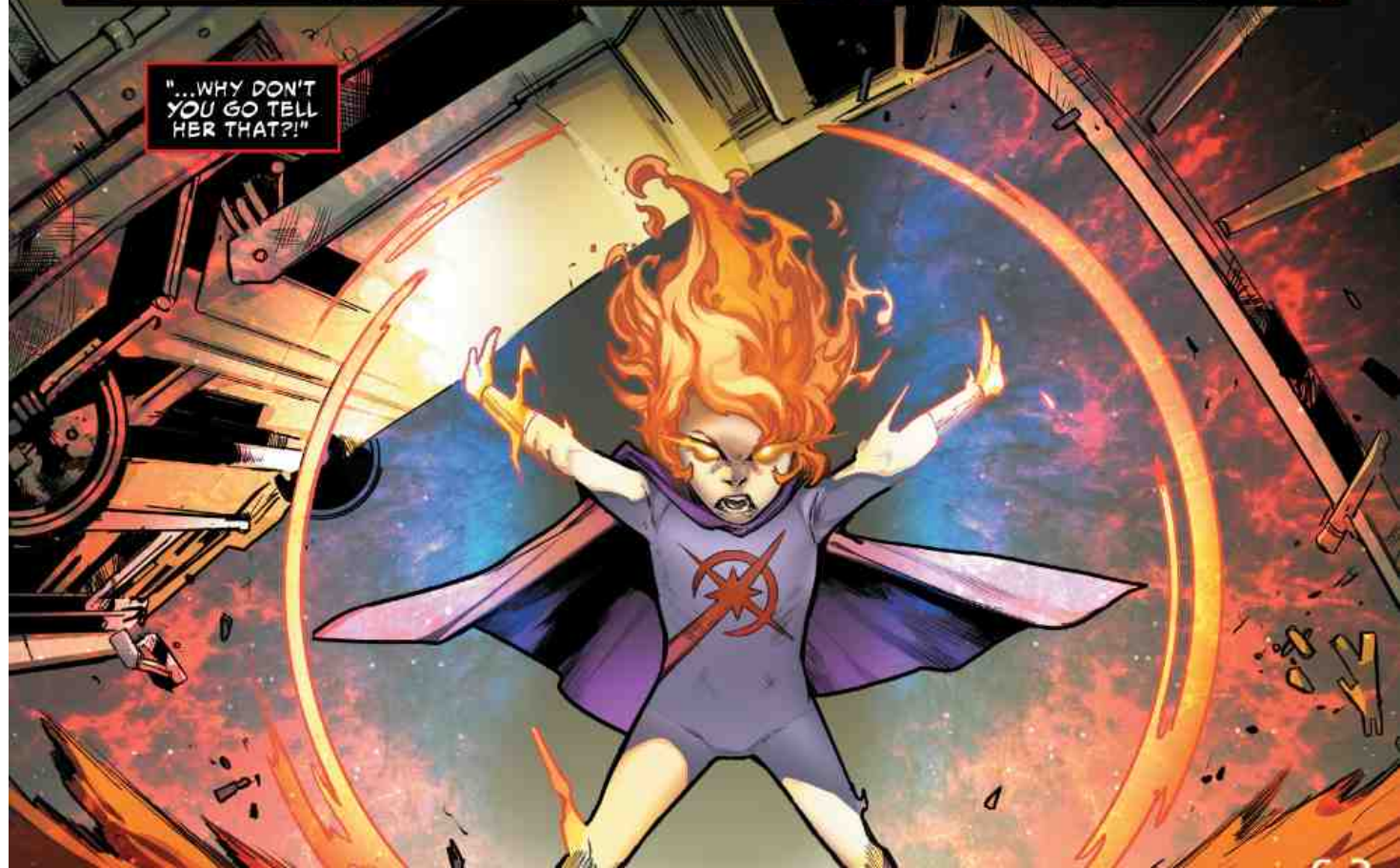


A
STARBRAND?
IN THIS ERA?

THEIR KIND
WAS NEVER MEANT
TO LAST! THEY'RE ALL
SUPPOSED TO BE
LONG BURNED OUT
BY NOW!

GUESS THIS
KID'S THE LAST
OF HER SPECIES
AND DOESN'T
KNOW IT.

YES,
WELL...



"...WHY DON'T
YOU GO TELL
HER THAT?!"



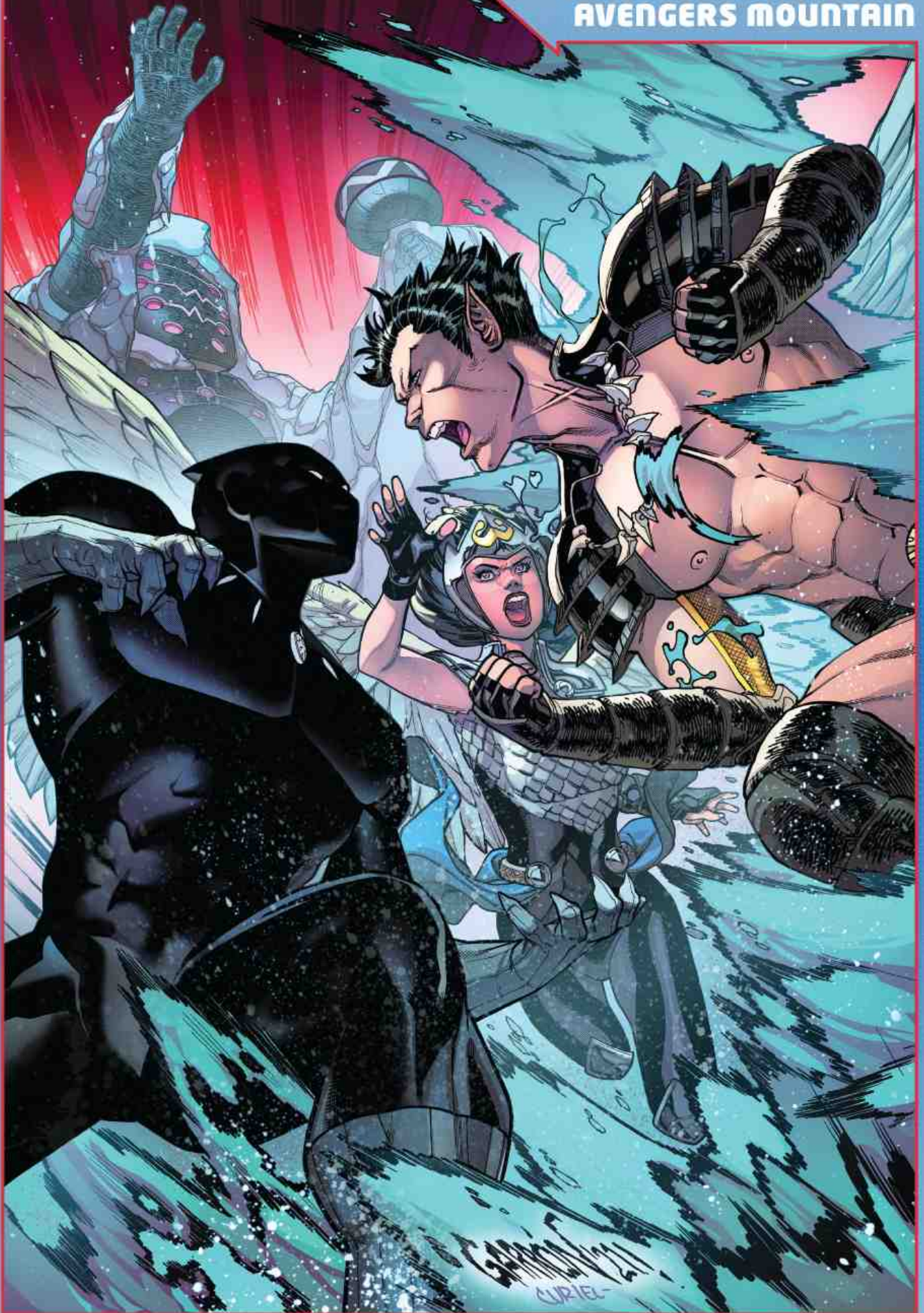


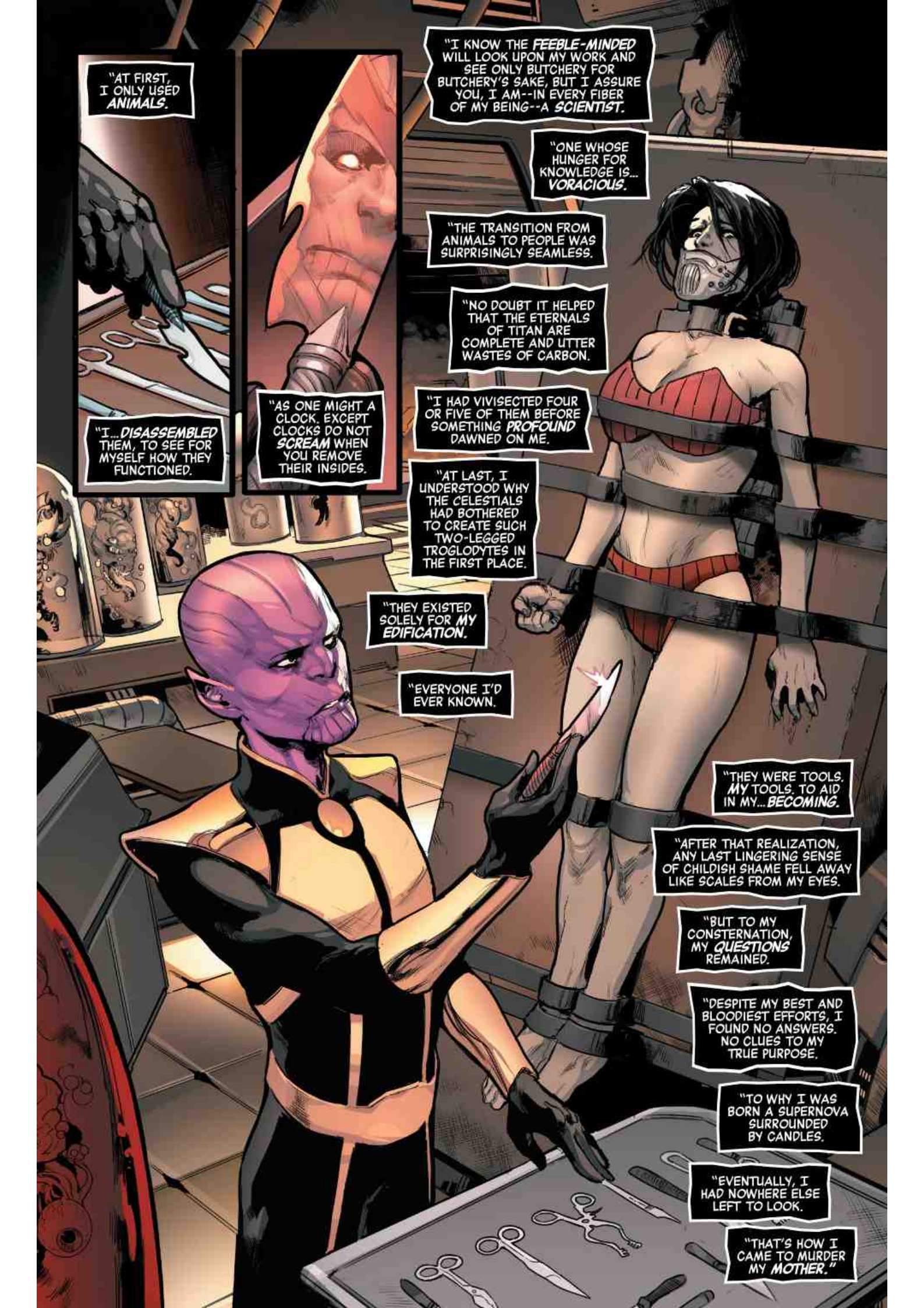




YOU ACT
LIKE YOU'VE
NEVER SEEN A
LITTLE GIRL WITH
THE STARBRAND
BEFORE?

**53 THE VIVISECTION OF
AVENGERS MOUNTAIN**





"AT FIRST,
I ONLY USED
ANIMALS."

"I KNOW THE **FEEBLE-MINDED**
WILL LOOK UPON MY WORK AND
SEE ONLY BUTCHERY FOR
BUTCHERY'S SAKE, BUT I ASSURE
YOU, I AM--IN EVERY FIBER
OF MY BEING--A **SCIENTIST**."

"ONE WHOSE
HUNGER FOR
KNOWLEDGE IS...
VORACIOUS."

"THE TRANSITION FROM
ANIMALS TO PEOPLE WAS
SURPRISINGLY SEAMLESS."

"NO DOUBT IT HELPED
THAT THE ETERNALS
OF TITAN ARE
COMPLETE AND UTTER
WASTES OF CARBON."

"I HAD VIVISECTED FOUR
OR FIVE OF THEM BEFORE
SOMETHING **PROFOUND**
DAWNED ON ME."

"AT LAST, I
UNDERSTOOD WHY
THE CELESTIALS
HAD BOTHERED
TO CREATE SUCH
TWO-LEGGED
TROGLODYTES IN
THE FIRST PLACE."

"THEY EXISTED
SOLELY FOR MY
EDIFICATION."

"EVERYONE I'D
EVER KNOWN."

"THEY WERE TOOLS.
MY TOOLS. TO AID
IN MY... **BECOMING**."

"AFTER THAT REALIZATION,
ANY LAST LINGERING SENSE
OF CHILDISH SHAME FELL AWAY
LIKE SCALES FROM MY EYES."

"BUT TO MY
CONSTERNATION,
MY **QUESTIONS**
REMAINED."

"DESPITE MY BEST AND
BLOODIEST EFFORTS, I
FOUND NO ANSWERS.
NO CLUES TO MY
TRUE PURPOSE."

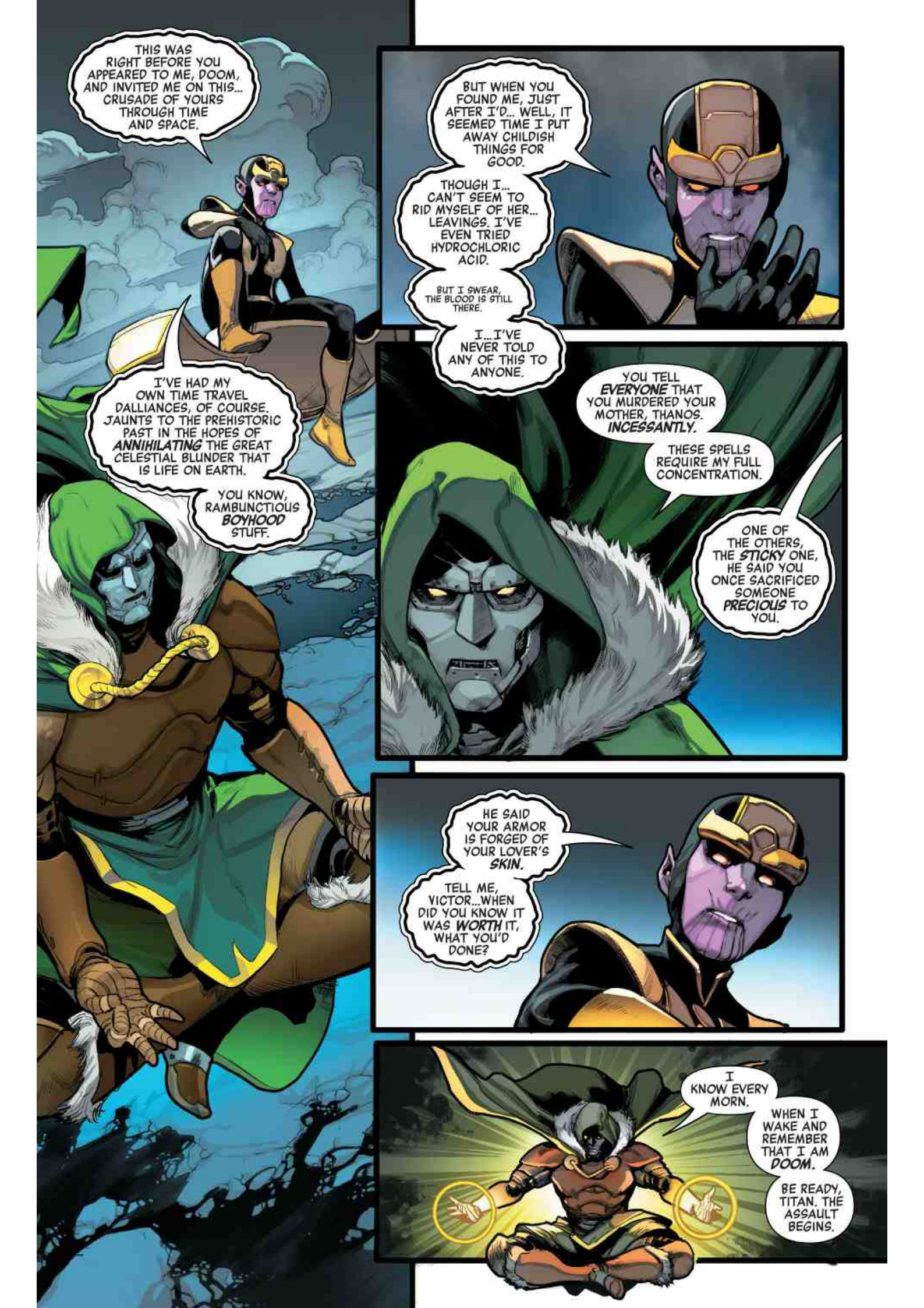
"TO WHY I WAS
BORN A SUPERNOVA
SURROUNDED
BY CANDLES."

"EVENTUALLY, I
HAD NOWHERE ELSE
LEFT TO LOOK."

"THAT'S HOW I
CAME TO MURDER
MY MOTHER."

"AS ONE MIGHT A
CLOCK, EXCEPT
CLOCKS DO NOT
SCREAM WHEN
YOU REMOVE
THEIR INSIDES."

"I... **DISASSEMBLED**
THEM, TO SEE FOR
MYSELF HOW THEY
FUNCTIONED."



THIS WAS
RIGHT BEFORE YOU
APPEARED TO ME, DOOM,
AND INVITED ME ON THIS...
CRUSADE OF YOURS
THROUGH TIME
AND SPACE.

I'VE HAD MY
OWN TIME TRAVEL
DALLIANCES, OF COURSE.
JAUNTS TO THE PREHISTORIC
PAST IN THE HOPES OF
ANNIHILATING THE GREAT
CELESTIAL BLUNDER THAT
IS LIFE ON EARTH.

YOU KNOW,
RAMBUNCTIOUS
BOYHOOD
STUFF.

BUT WHEN YOU
FOUND ME, JUST
AFTER I'D... WELL, IT
SEEMED TIME I PUT
AWAY CHILDISH
THINGS FOR
GOOD.

THOUGH I...
CAN'T SEEM TO
RID MYSELF OF HER...
LEAVINGS. I'VE
EVEN TRIED
HYDROCHLORIC
ACID.

BUT I SWEAR,
THE BLOOD IS STILL
THERE.

I... I'VE
NEVER TOLD
ANY OF THIS TO
ANYONE.

YOU TELL
EVERYONE THAT
YOU MURDERED YOUR
MOTHER, THANOS.
INCESSANTLY.

THESE SPELLS
REQUIRE MY FULL
CONCENTRATION.

ONE OF
THE OTHERS,
THE **STICKY** ONE,
HE SAID YOU
ONCE SACRIFICED
SOMEONE
PRECIOUS TO
YOU.

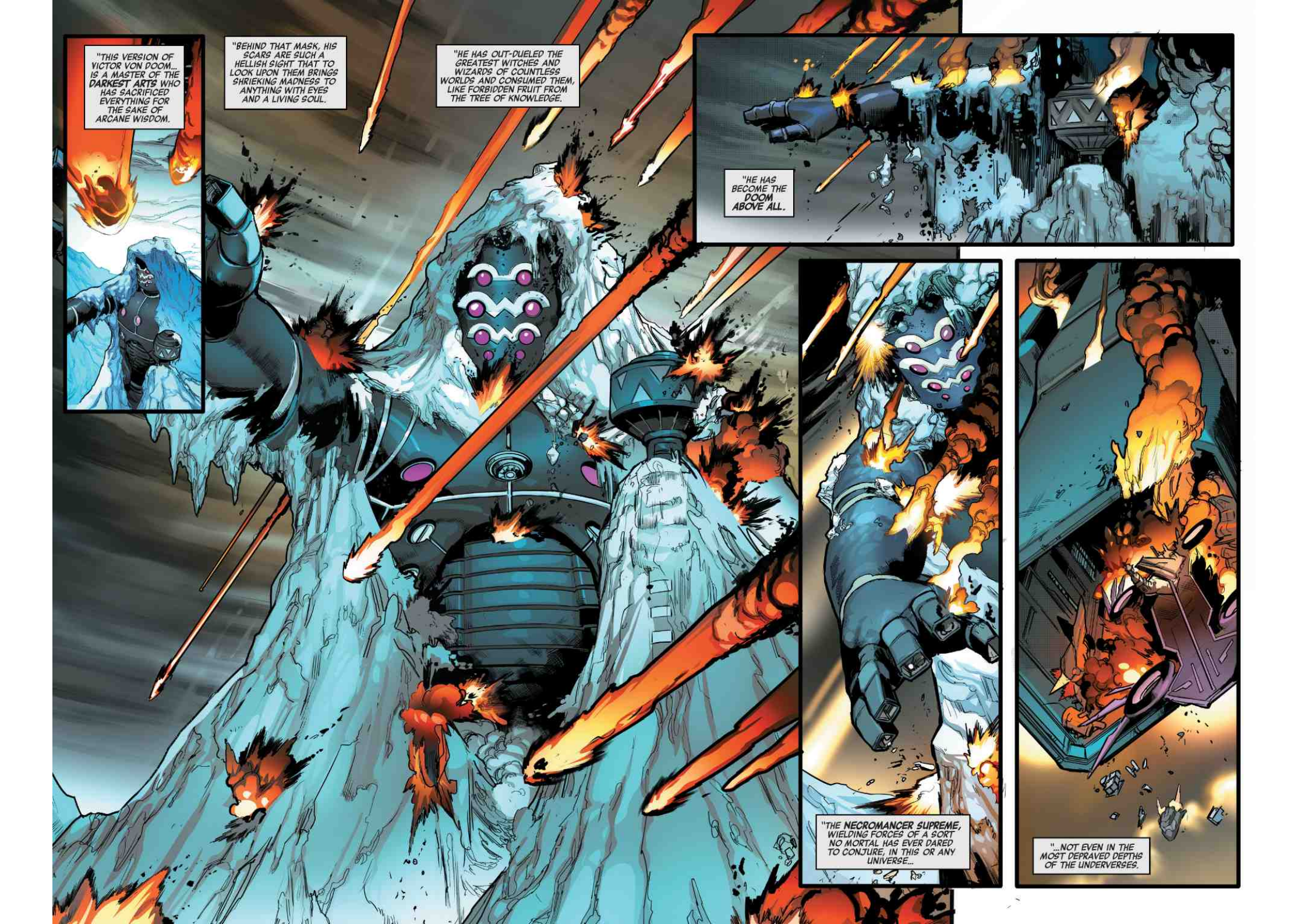
HE SAID
YOUR ARMOR
IS FORGED OF
YOUR LOVER'S
SKIN.

TELL ME,
VICTOR... WHEN
DID YOU KNOW IT
WAS **WORTH** IT,
WHAT YOU'D
DONE?

I
KNOW EVERY
MORN.

WHEN I
WAKE AND
REMEMBER
THAT I AM
DOOM.

BE READY,
TITAN. THE
ASSAULT
BEGINS.



"THIS VERSION OF VICTOR VON DOOM... IS A MASTER OF THE DARKEST ARTS WHO HAS SACRIFICED EVERYTHING FOR THE SAKE OF ARCANES WISDOM.

"BEHIND THAT MASK, HIS SCARS ARE SUCH A HELLISH SIGHT THAT TO LOOK UPON THEM BRINGS SHRIEKING MADNESS TO ANYTHING WITH EYES AND A LIVING SOUL.

"HE HAS OUT-DUELED THE GREATEST WITCHES AND WIZARDS OF COUNTLESS WORLDS AND CONSUMED THEM, LIKE FORBIDDEN FRUIT FROM THE TREE OF KNOWLEDGE.

"HE HAS BECOME THE DOOM ABOVE ALL.

"THE NECROMANCER SUPREME, WIELDING FORCES OF A SORT NO MORTAL HAS EVER DARED TO CONJURE, IN THIS OR ANY UNIVERSE...

"...NOT EVEN IN THE MOST DEPRAVED DEPTHS OF THE UNDERVERSES.

"IT IS A LAW OF MYSTIC NATURE
THAT ANY SPELL OR
CONJURATION COMES WITH A
COST THAT MUST BE PAID."



"EITHER BY THE SORCERER
OR THE COSMOS ITSELF.
DOOM HAS BECOME ADEPT
AT SHIRKING THAT BILL."



"FOR THE MYSTICAL MASS
DESTRUCTION HE UNLEASHES HERE
TODAY, A THOUSAND PLANETS ARE
ALREADY WITHERING, A MILLION BABES
BURNING ALIVE INSIDE THE WOMB..."

"A BILLION
NIGHTMARES BECOMING
REAL AND DEVOURING THE
FACES OF THEIR DREAMERS."

"SUCH IS THE DREAD POWER
OF THE DOOM ABOVE ALL,
THAT EVEN AN EXPIRED SPACE
GOD FEELS THE STING."





NOT TO MENTION THE RECKLESS FOOLS WHO DECIDED TO QUARTER INSIDE IT.

WE'VE LOST THE FINGER HANGARS! ENTIRE RIGHT ARM IS IN FLAMES! TELEPORTER'S DOWN! DEFENSES FAILING FROM HEAD TO TOE!

AND I STILL HAVE NO IDEA WHAT HAPPENED TO GHOST RIDER!



ROBERTO REYES HAS LEFT THIS REALITY. HE CANNOT HELP YOU.

BUT THERE IS A CHANCE THAT I CAN. IF YOU ALLOW ME TO INTERFACE DIRECTLY WITH THE MIND OF YOUR AVENGERS MOUNTAIN CELESTIAL.

I KNOW, YOU ARE ABOUT TO SAY THAT YOU ONLY MET ME A MOMENT AGO, THAT YOU HAVE NO REASON TO TRUST A RANDOM DEATHLOK.

AVENGER PRIME SAID YOU WOULD SAY THAT.



THEY'RE THE AVENGER OF ALL AVENGERS, WHO SENT THE DEATHLOKS TO WARN THE MULTIVERSE, FROM THE TOWER AT INFINITY'S END.

THEY SAID YOU ABOVE ALL OTHERS WOULD KNOW WE SPEAK TRUE. BECAUSE--

BECAUSE THE DEAD CANNOT LIE TO THEIR KING.

I'LL GIVE YOU WHATEVER YOU NEED. LET'S GO.

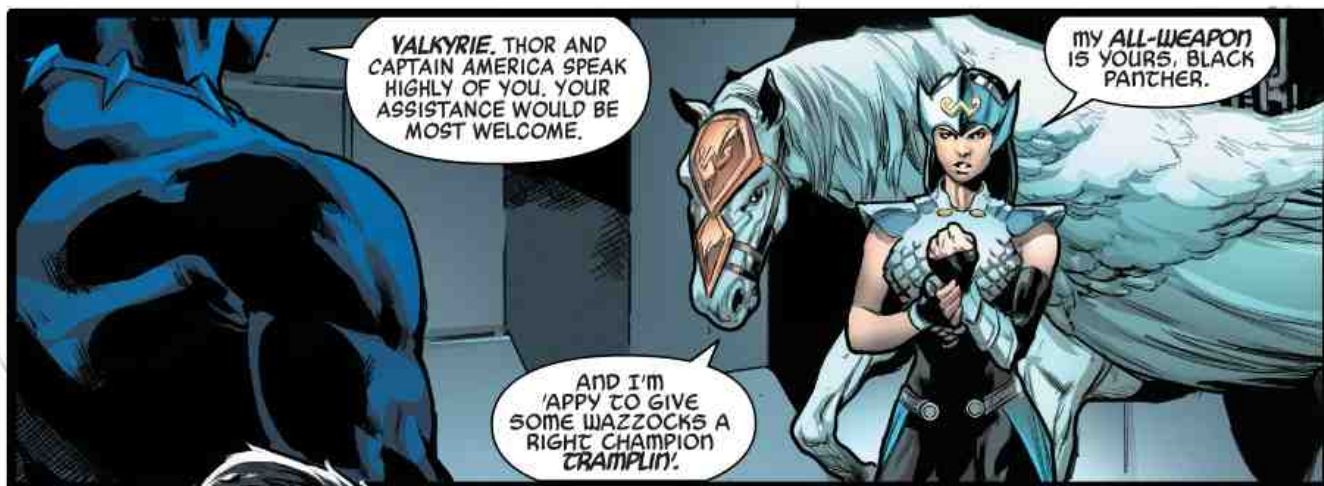


THE OTHER AVENGERS AREN'T RESPONDING TO COMMS.

THEY ARE UNDER ATTACK THEMSELVES, FROM DOOM'S MASTERS OF EVIL.

THEN WE'RE ON OUR OWN.

WE?



VALKYRIE. THOR AND CAPTAIN AMERICA SPEAK HIGHLY OF YOU. YOUR ASSISTANCE WOULD BE MOST WELCOME.

MY ALL-WEAPON IS YOURS, BLACK PANTHER.

AND I'M 'APPY TO GIVE SOME WAZZOCKS A RIGHT CHAMPION CRAMPLIN'.



AS FOR YOU, NAMOR...

I DIDN'T COME HERE TO BICKER LIKE SEAGULLS OVER MACKEREL.

YOUR ROOF IS CAVING IN ON OUR HEADS. YOUR HELICARRIERS ARE FALLING INTO THE SEA. *MY SEA.*

JUST POINT ME IN THE DIRECTION OF SOMEONE I CAN LAY MY HANDS UPON WITH THE MOST VIOLENT DISREGARD FOR THEIR WELL-BEING.



DEATHLOK! AND ALL INHABITANTS OF THIS GOD CORPSE!

SUBMIT YOURSELVES TO THE WILL OF **THANOS!**

AND PREPARE TO BE SLAUGHTERED FOR SCIENCE!



IMPERIUS REX,
YOU SNOT-NOSED
SADIST!

GAAAGH!



FASTER,
HORSE. WE'VE GOT
TO GET THIS DEATHLOK
TO THE CELESTIAL'S BRAIN.
AND THESE SPINAL NERVES
WILL LEAD US RIGHT TO
THE BRAINSTEM.

I WERE
BORN FOR WARRIN',
NOT STEEPLCHASIN'!
WHAT 'APPENED TO
THE PANTHER
LAD?



SAID HE
NEEDED TO
TAKE THE
ELEVATOR.



"TO PREPARE
FOR WHAT'S
COMING.



"TO PREPARE
FOR DOOM."



GAARRRGH!!!

TOO
LATE FOR
THAT.

HORSE!



WE WHO ARE
ALREADY DEAD ARE
NOT AFRAID TO--

AAARGH!

YOU AND
YOUR KIND SUFFER
FOR NOTHING, DEATHLOK.
EVERYTHING YOU SWORE
TO PROTECT WILL SOON
BE WEEPING AT
MY FEET.

LET THAT
BE THE LAST
THING YOU
KNOW.

OTHER THAN
AGONY.



DEATHLOK!
DON'T FIGHT THE
ALL-WEAPON!



UNDRJARN!
GET HIM OUT
OF HERE!





A HUNDRED MONKS OF KAMAR-TAJ DIED TO EMPOWER THAT SPELL. WHAT ARE YOU?

A HUNDRED AND TWENTY. I SEE THEIR SOULS DRAGGED BEHIND YOU, BEGGING FOR REBIRTH AND NIRVANA.



YOU TELL ME WHO'S ASININE, DOC. THE VALKYRIE WITH THE POWER OF DEATH COURSE THROUGH HER FISTS--

--OR THE NECROMANCER WHO TRIES TO FIGHT HER WITH DEATH MAGIC!

THIS ONE'S FOR MY HORSE!



AS KING OF ATLANTIS, NAMOR ALWAYS FORBADE THE ABUSE OF CHILDREN.



BUT I AM NOT A KING ANYMORE. AND YOU ARE NOT A CHILD.

YOU ARE THANOS.

HGGHK!



WHAT I DO NOW...I DO FOR THE GOOD OF ALL MEN.



AND WHAT I DO NEXT...WILL BE FOR MY OWN AMUSEMENT.

GAARRGH!



DO YOU MISTAKE DOOM FOR SOME ONE-TRICK STREET MUMMER?



GAAGH!

WHERE I COME FROM, ENTIRE CIVILIZATIONS TAKE THEIR OWN LIVES AT THE MERE WHISPER OF MY NAME.

PLANETS IMMOLATE THEMSELVES AT WORD OF MY PASSING.

I DO NOT SIMPLY WIELD THE POWERS OF DEATH, WOMAN.



I AM DEATH!

I AM YOUR MASTER, VALKYRIE, YOU CHOOSER OF THE SLAIN!

WHO HAS CHOSEN POORLY!

AARRRGGGH!!!



YOUR **CANCER** HEARS THE CALL OF DOOM, JANE FOSTER. AND LONGS TO CAST ASIDE THE CHAINS OF REMISSION.

NO...NOT AGAIN...



BLOODY ROYALIST PLONKER!



THA' WON'T BE T' FIRST WIZARD TO DIE BY THESE **HOOVES!**



THIS HAS BEEN ECSTATICALLY EDUCATIONAL.

BUT I'M AFRAID I MUST BE GOING.

YOU'RE... NOT GOING ANYWHERE, EXCEPT TO FEED THE LAMPREYS.



AH, IF ONLY ALL MY EXAMINEES WERE AS HEARTY AS YOU. IT'S A SHAME I DON'T HAVE TIME FOR A PROPER FILLETING.

ANOTHER TIME PERHAPS, FISHMAN.



BUT I'VE FAR **GRANDER** INNARDS TO EXPLORE!

OPEN WIDE, CELESTIAL! LET **GOD'S** AUTOPSY COMMENCE!



BY THE MELTED MOONS OF MUNNIPOR AND THE DEFILED EYES OF AGAMOTTO! DOOM HAS HAD ENOUGH!

GAAGH!



I'LL
TELL YOU
WHEN YOU'VE
HAD ENOUGH,
DOOM.

THRICE
BLESSED
VIBRANIUM DAMBE
BOXING CORDS.

STONES
FROM THE WAKANDAN
NECROPOLIS.

ARMOR OF
METALLICIZED
ORISHA-BLOOD.

ANTIMAGIC
DEFENSE PROTOCOLS
COMPLETE.

THE
RED PANTHER IS
NOW ACTIVATED.

GUUGH!





"MY FELLOW DEATHLOKS WHO CAME TO THIS EARTH, THIS NEXUS WORLD...THEY ARE FALLING NOW."



"OUR WARNING HAS BEEN HEARD. THE JOURNEY TO THE GENESIS POINT HAS BEEN SET IN MOTION. BUT THAT WILL NOT BE ENOUGH."



"NONE OF US WILL BE ENOUGH."

GRRRRRRRRGGH!

THE ORB IS DEAD!
THE FIST OF THE
BEAST IS RISEN! THE
GREAT RED FLOOD IS
COMING! THE DROWNING
OF ALL THAT IS!

GRRRGH,
WAKE UP, GOD!
WHAT ARE YOU
SO AFRAID OF?!

BUT YOU
COULD BE.

THE PROGENITOR,
THE CELESTIAL
WHOSE SICKNESS
SEEDED THIS WORLD
OF ALL WORLDS.

YOU COULD
PUT EVERYTHING
RIGHT.

IF YOU
WOULD JUST...
WAKE UP.





"WHAT IS
IT THAT
TERRIFIES
GOD?"

YOUR
IMPENETRABLE FLESH...
SO WEAKENED BY TIME
AND DOOM'S NECROSPELLS.
SO EASILY CARVED
OPEN.

I COULD
SPEND ALL DAY CLIMBING
THROUGH YOUR INSIDES,
PROGENITOR. TAKING YOU
APART, LITTLE BY
LITTLE.



TO SEE
FOR MYSELF...
HOW A GOD
WORKS.

SO
THAT...I
COULD BECOME
ONE TOO.

OH,
WOULDN'T
MOTHER BE
PROUD.



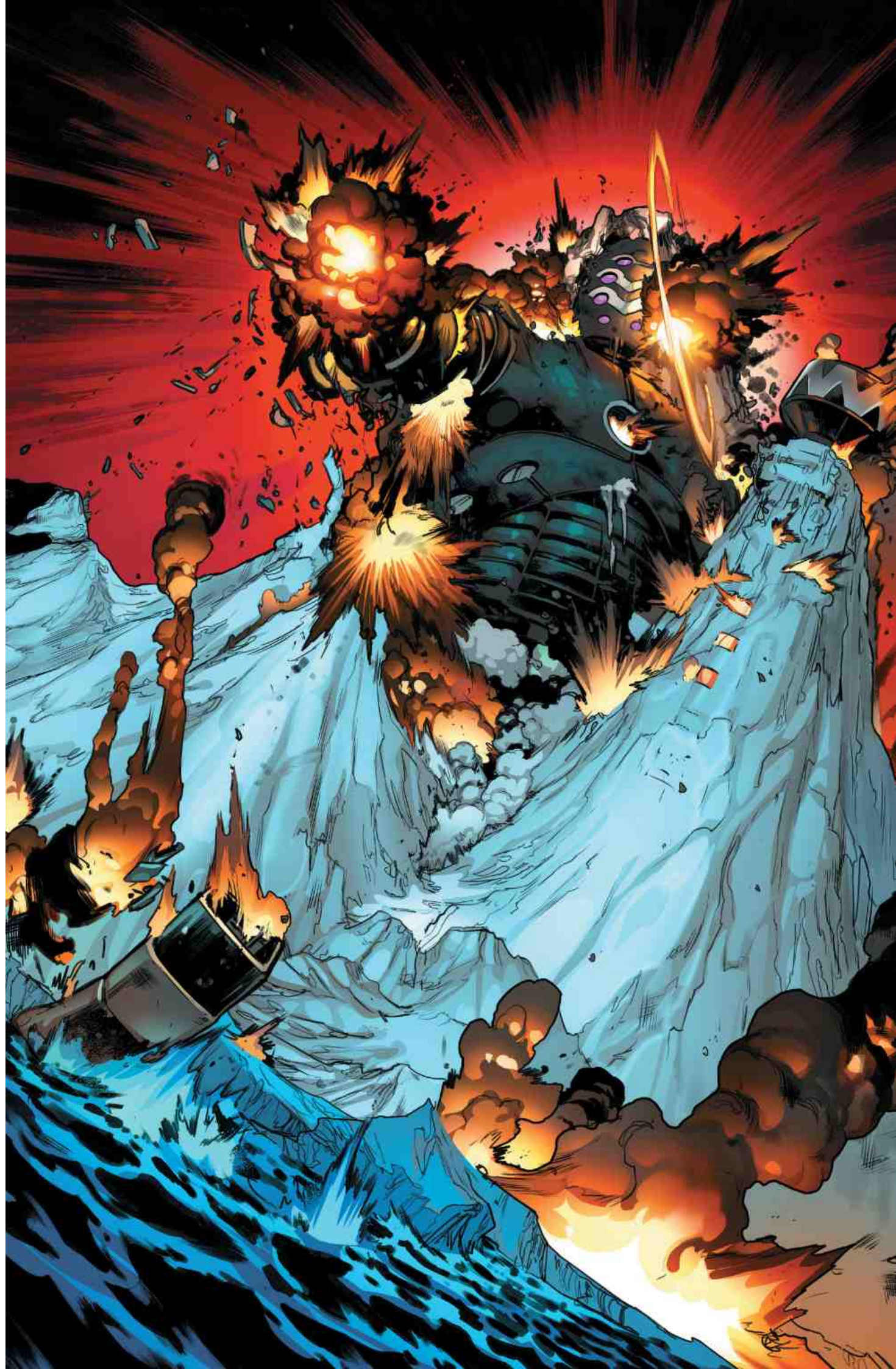
RRRRRRGGGGH!!!



"NOW...I
SEE. I SEE
YOUR FEAR."







**54 EVEN THUNDER CAN BURN,
EVEN DEATHLOKS CAN DIE**





AVENGERS
MOUNTAIN,
COME IN.

NOTHING. THE
MOUNTAIN'S GONE
SILENT.



RIGHT AFTER
WE GET **ATTACKED** IN
KANSAS CITY? AND THE
SAME FOR TONY AND THOR
IN ASGARD? THAT'S NOT
A GOOD SIGN.

MAYBE
YOU SHOULD FLY
AHEAD, CAROL, AND
SEE WHAT'S
HAPPENED.

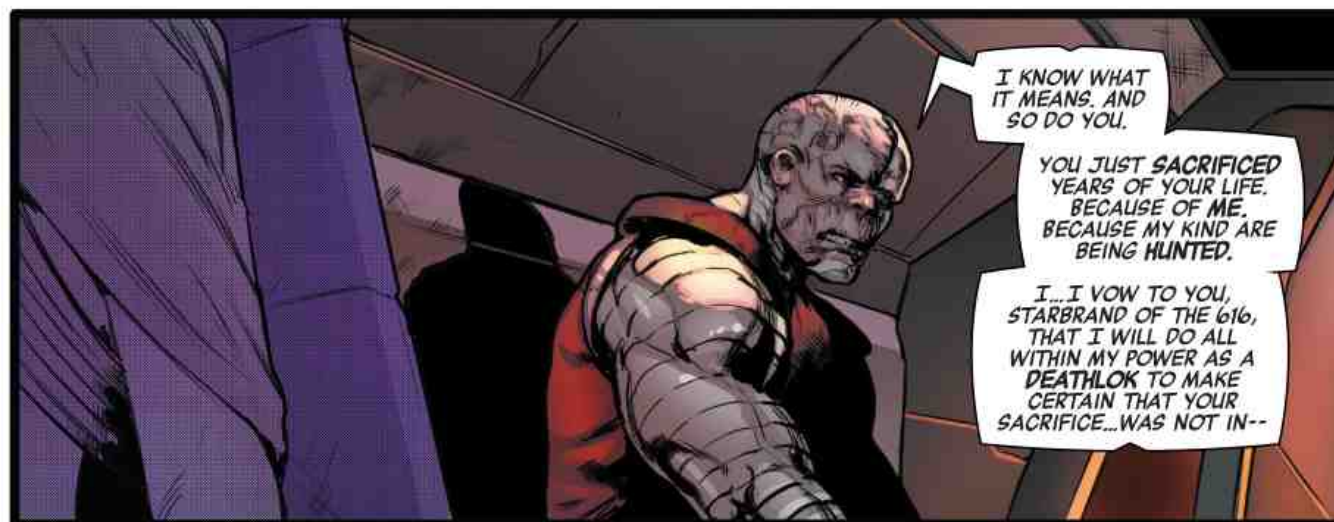
I DON'T THINK
WE'RE IN A STATE
WHERE WE SHOULD
SEPARATE, STEVE. WE
STILL HAVE NO IDEA
HOW MANY OF THOSE
ALT-REALITY PSYCHOS
ARE OUT THERE.



AND WE'RE ALL...
SHAKEN ENOUGH
AS IT IS.

I'M TELLING
YOU, I'M **FINE**.
JUST A BIT...
TALLER IS ALL.

YOU **AGED UP**
WHEN YOU UNLEASHED
YOUR FULL POWER,
STARBRAND. WE HAVE
NO IDEA WHAT THAT
MEANS.



I KNOW WHAT
IT MEANS. AND
SO DO YOU.

YOU JUST **SACRIFICED**
YEARS OF YOUR LIFE.
BECAUSE OF ME.
BECAUSE MY KIND ARE
BEING HUNTED.

I... I VOW TO YOU,
STARBRAND OF THE 616,
THAT I WILL DO ALL
WITHIN MY POWER AS A
DEATHLOK TO MAKE
CERTAIN THAT YOUR
SACRIFICE... WAS NOT IN--





YOU!!!

YOU ARE A
MOCKERY!

OF MY NAME!
MY MANTLE!
MY MJOLNIR!



THERE IS
NO BOR-DAMNED
WAY IN HELL YOU
COULD BE A TRUE
THOR!



OH,
BUT HE
IS.





AVENGERS MOUNTAIN.

"AVENGERS! IF ANY OF
YOU ARE STILL ALIVE
WITHIN THESE HALLS..."

...KNOW
THAT THIS
CELESTIAL'S
INNARDS...

HRRRGH!

...ARE
EXTRAORDINARILY
HEAVY!

I SUGGEST
YOU *CRAWL* TO
THE NEAREST EXIT...
WITH PROFOUND
HASTE!





GAH! THIS FALSE THUNDERER IS ANOTHER OF YOUR LIES, WITCH!

NO TRUE SON OF ASGARD WOULD EVER SUBMIT TO THE WILL OF THE PHOENIX!

THOR WOULD RATHER DIE A BILLION SCREAMING DEATHS!



HA. THEY ALWAYS SAY THAT.

AND THEY GO ON ABOUT THE THUNDER IN THEIR VEINS AND HOW THEY'RE THE BLOOD-SON OF ODIN AND BLAH BLAH BLAH. BUT IN THE END...

...A THOR WOULD ALWAYS DO ANYTHING...



...FOR THEIR MOTHER'S LOVE. HA!

UUUGH!



DAMN IT, THOR! YOU'RE FIGHTING A VERSION OF YOURSELF WHO'S BEEN WHOLLY CORRUPTED BY THE DARKEST OF DARK PHOENIXES!

HE'S MORE FIREBIRD THAN HE IS THUNDER GOD! AND YOU CAN'T KILL A PHOENIX WITH LIGHTNING!

ONLY A PHOENIX CAN BURN A--



GAAARGH!

MY THOUGHTS EXACTLY, ECHO.





PROORCH!



HA. HOW
DO YOU THINK I
CORRUPTED A THOR
IN THE FIRST
PLACE?

SHE'S
GETTING
AWAY.

TELL
ME TRUE,
PHOENIX...

...WHAT
BURNS INSIDE
ME?

WHO
AM I?

I WILL TELL
YOU ANYTHING THAT
IS WITHIN MY POWER.
BUT YOU ALREADY KNOW
THE ANSWER TO
YOUR QUESTION.

YOU ARE
WHO YOU'VE
ALWAYS
BEEN.

AYE!
AND YOU,
ECHO! YOU
ARE--!

LET ME
TELL YOU
WHAT YOU ARE,
WOMAN!

YOU ARE AN
AVENGER.

NOW
TRY TO
KEEP UP.



CAP TO
T'CHALLA.
AVENGERS
MOUNTAIN,
COME IN.

IF ANYONE
CAN HEAR ME,
HELP IS ON
THE WAY!



THE LAST
DEATHLOK ON THIS
PLANET...IS NOW
DECEASED.

THE
HUNT IS
FINISHED.



THEN WHY
ARE WE STILL
HERE?

BECAUSE
DOOM IS
WAITING.

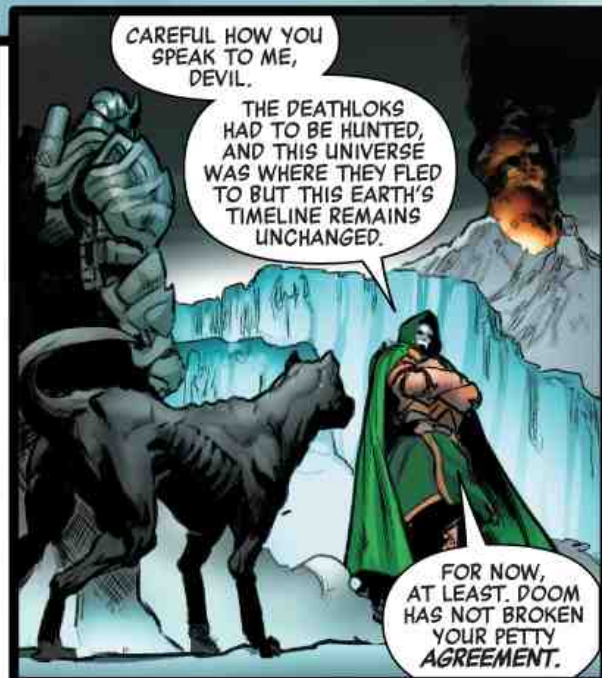


WAITING
FOR ME.

DOOM DOES
NOT WAIT FOR
ANYONE. ESPECIALLY
NOT THE LIKES OF
YOU, *MEPHISTO*.

AND YET,
HERE YOU
ARE.

DID YOU
THINK I WOULDN'T
NOTICE WHAT YOU'D
DONE?



CAREFUL HOW YOU
SPEAK TO ME,
DEVIL.

THE DEATHLOKS
HAD TO BE HUNTED,
AND THIS UNIVERSE
WAS WHERE THEY FLED
TO BUT THIS EARTH'S
TIMELINE REMAINS
UNCHANGED.

FOR NOW,
AT LEAST. DOOM
HAS NOT BROKEN
YOUR PETTY
AGREEMENT.



THAT'S NOT
WHAT I MEANT,
IS IT?

THAT THING?
I'D ALREADY
FORGOTTEN I HAD
SWATTED THAT
FLY.*

ONLY AN
UTTER FOOL WOULD
BE CONCERNED WITH SUCH
A PATHETIC CREATURE'S
EXISTENCE IN THE
FIRST PLACE.

*IN AVENGERS #50. --TOM



WHAT
CONCERNS ME IS
THAT THE ORB WAS
IN POSSESSION OF THE
EYE OF THE WATCHER.
AN EYE THAT SERVES AS
A STOREHOUSE FOR
ALL THE SECRETS OF
THIS WORLD.

IT WAS
OF NO USE TO ME,
AS THERE ARE NO
SECRETS THAT CAN
HIDE FROM DOOM. I
BURNED THE EYE
TO ASH.

YES, I
KNOW. TO KEEP
IT FROM ME.



NOW YOU
MAY UNBURN
IT. WITH ALL DUE
RESPECT, OF
COURSE.

AND PLEASE
DO NOT WASTE OUR
TIME BY TELLING ME SUCH
A FEAT ISN'T POSSIBLE.
I AM MEPHISTO. I CAN
SEE WHEN A MAN
IS LYING.

EVEN ONE
WHO'S WEARING
A MASK.



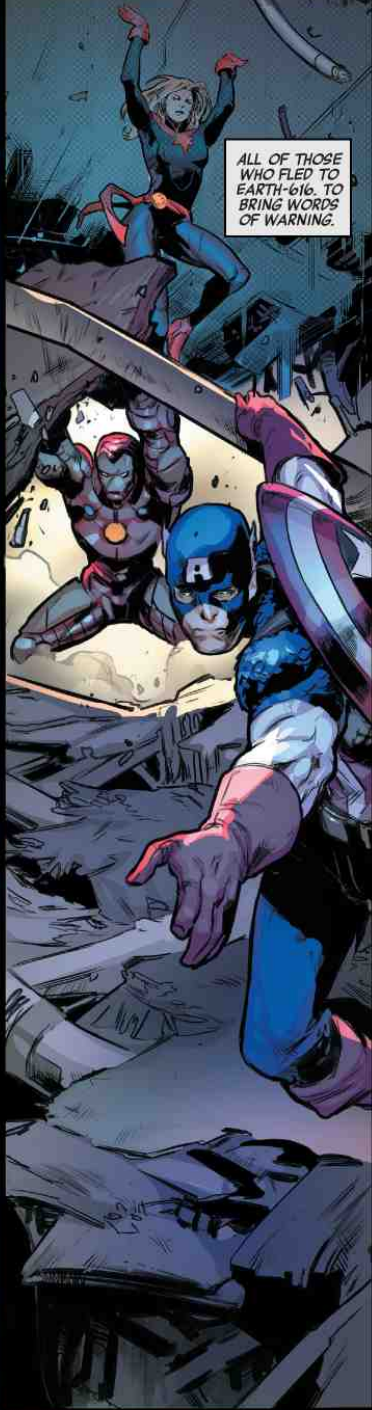




THE PRICE OF
THE DEATH HUNT
HAS BEEN HIGH.



MANY DEATHLOKS
HAVE FALLEN.



ALL OF THOSE
WHO FLED TO
EARTH-616. TO
BRING WORDS
OF WARNING.

BUT THOSE
WARNINGS HAVE
RESONATED.

ROBERTO REYES.
ENERGY SIGNATURE
NOT FOUND

THE OMNI-AVenger
KNOWN AS THE
GHOST RIDER HAS
BEEN DRAWN TOWARD
HIS DESTINY.*

*IN THE PAGES OF
AVENGERS FOREVER!
ON SALE NOW! --TOM

AND IN HIS ABSENCE,
THE AVENGERS HAVE
DONE WHAT THEY
ALWAYS DO.



THEY'VE FOUND
THEMSELVES UNITED
AS NEVER BEFORE.



TO FIGHT THE
FOES NO SINGLE
HERO COULD HOPE
TO WITHSTAND.





EVEN THOUGH
SUCH UNITY DOES
NOT ALWAYS
COME EASILY.

I WILL NOT
SLEEP AMONG YOU.
I WILL RISE FROM THE
DEPTHS ONLY WHEN
NEEDED.

HOLD ON.
YOU'RE GIVING
US DEMANDS?



YOUR ACTIONS
THESE LAST FEW
MONTHS HAVEN'T BEEN
FORGOTTEN SIMPLY
BECAUSE SHE-HULK
GUILTED YOU INTO
COMING HERE.

SO
HERE ARE
MY DEMANDS,
NAMOR.



YOU WILL ANSWER FOR ANY
CRIMES YOU'VE COMMITTED.
FROM HERE ON OUT, CONSIDER
YOURSELF IN *AVENGERS*
CUSTODY.

OUR
HEADQUARTERS
MAY HAVE SEEN BETTER
DAYS, BUT WE STILL HAVE
ROOMS WITH BARS THAT
EVEN YOU CAN'T BEND, AND
I WILL HAUL YOU INTO
ONE OF THEM MYSELF
IF NEED BE.



I UNDERSTAND.
I ACCEPT YOUR
CONDITIONS,
STEVE.

YOU
CAN CALL
ME *CAPTAIN*
ROGERS.

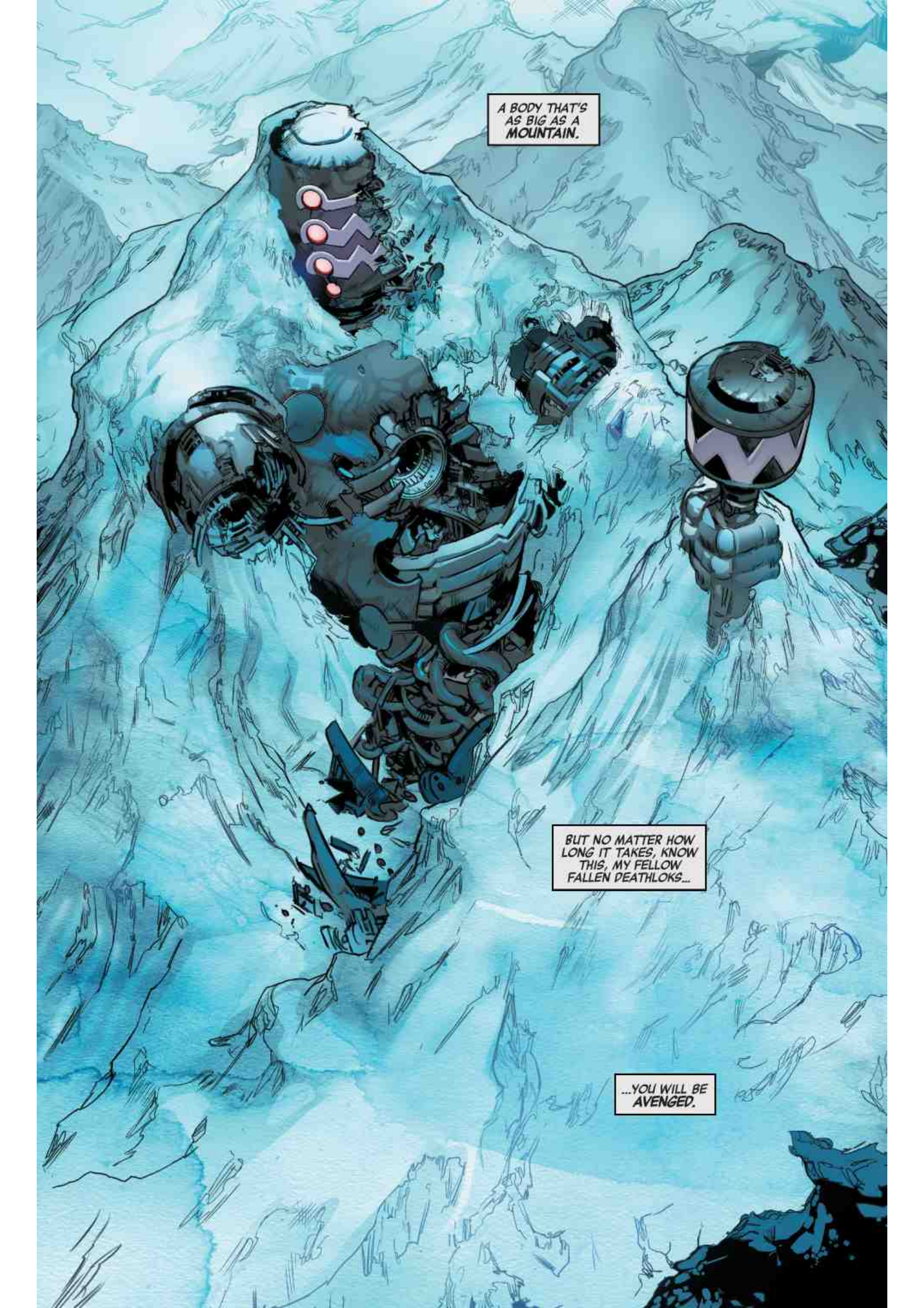


AND HERE I THOUGHT
YOU WOULD BE THE
ONE WHO NEEDED
CONVINCING.

OH, I
DESPISE YOU
FAR MORE THAN
HE EVER WILL.

BUT WE'VE
ALL JUST SEEN FOR
OURSELVES EXACTLY
WHAT IT IS THE AVENGERS
ARE FACING. SO THERE
IS NO QUESTION...





A BODY THAT'S
AS BIG AS A
MOUNTAIN.

BUT NO MATTER HOW
LONG IT TAKES, KNOW
THIS, MY FELLOW
FALLEN DEATHLOKS...

...YOU WILL BE
AVENGED.



JOSHUA "SWAY" SWABY
53 BLACK HISTORY MONTH VARIANT



KYLE HOTZ & DAN BROWN
54 CARNAGE FOREVER VARIANT



SALVADOR LARROCA & GURU-eFX
54 FORESHADOW VARIANT



ROB LIEFELD
54 DEADPOOL 30TH ANNIVERSARY
VARIANT

**55 NIGHT OF THE PANTHER,
DAWN OF THE HAWK**



NEVADA DESERT.

EVERY NIGHT,
I HEAD WEST...

...TRYING MY
DAMNEDEST
TO OUTRACE
THE DAWN.

THE LMPs ARE BEGINNING TO
BREAK DOWN. I NO LONGER
HAVE THE FUNDS NECESSARY
TO MAINTAIN THEM.

TURNS OUT, I
NEVER REALLY DID.

NOTHING
SIGNIFICANT ON THE POLICE
SCANNERS, SIR. IT APPEARS TO
BE A QUIET EVENING. PERHAPS
WE SHOULD RETURN
TO--

KEEP
GOING.

MY WEALTH
WAS A LIE.

JUST LIKE
THE REST OF
MY LIFE.

KEEP
CHASING THE
NIGHT.

AS
LONG AS
WE CAN.

SINCE THE **SQUADRON SUPREME OF AMERICA** AND I WENT OUR SEPARATE WAYS... AFTER REALIZING WE WERE NOTHING BUT **PAWNS** OF AGENT COULSON AND HIS DARK MASTER...

...I'VE UNCOVERED THE SECRET BASEMENT BENEATH THE **PENTAGON**... WHERE WE WERE... "BORN."

GROWN IN VATS. LIKE LIVING LOAVES OF CULTURED HAMBURGER.

I SET FIRE TO THAT ROOM. AND FELT MYSELF **MELTING** AS I WATCHED THE FLAMES.

SIR, IT APPEARS WE HAVE A **PROBLEM**.

IT'S **HIM**. IF I FALL, BURN THE CAR. THEN YOURSELVES.

THANK YOU FOR YOUR SERVICE.

I HAVE NO IDEA HOW MUCH TIME I'VE GOT LEFT. HOW LONG THIS UNHOLY BODY WILL HOLD ITSELF TOGETHER.

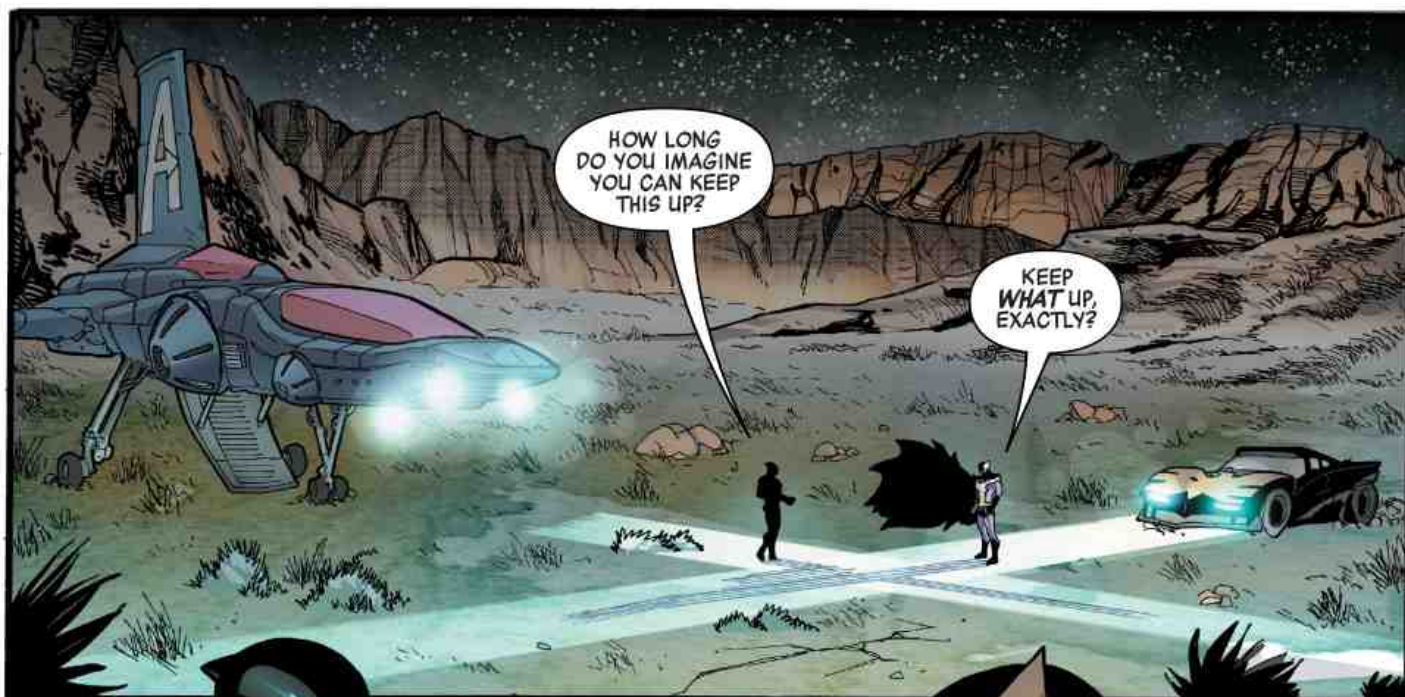
I ONLY KNOW HOW I'LL BE SPENDING EVERY LAST SHADY SECOND OF THOSE NIGHTS.

PROVING TO MY MAKER THAT I AM MY OWN MAN...

THAT I'M A MAN AT ALL.

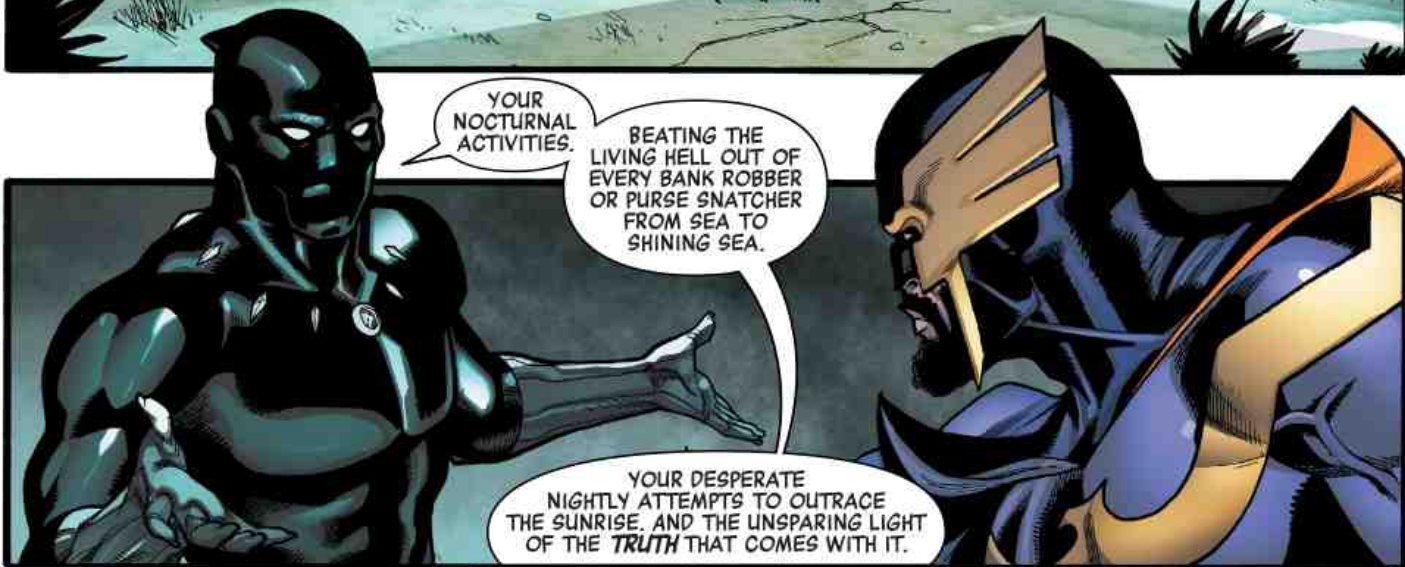
AND MAYBE EVEN PROVING IT TO MYSELF.

NIGHTHAWK.
A WORD.



HOW LONG
DO YOU IMAGINE
YOU CAN KEEP
THIS UP?

KEEP
WHAT UP,
EXACTLY?



YOUR
NOCTURNAL
ACTIVITIES.

BEATING THE
LIVING HELL OUT OF
EVERY BANK ROBBER
OR PURSE SNATCHER
FROM SEA TO
SHINING SEA.

YOUR DESPERATE
NIGHTLY ATTEMPTS TO OUTPACE
THE SUNRISE, AND THE UNSPARING LIGHT
OF THE **TRUTH** THAT COMES WITH IT.

YOU'LL KNOW THE
ANSWER TO THAT
QUESTION THE SAME
TIME I DO, BLACK
PANTHER.

ONCE I'M
DEAD.

WHAT
DO YOU
WANT?

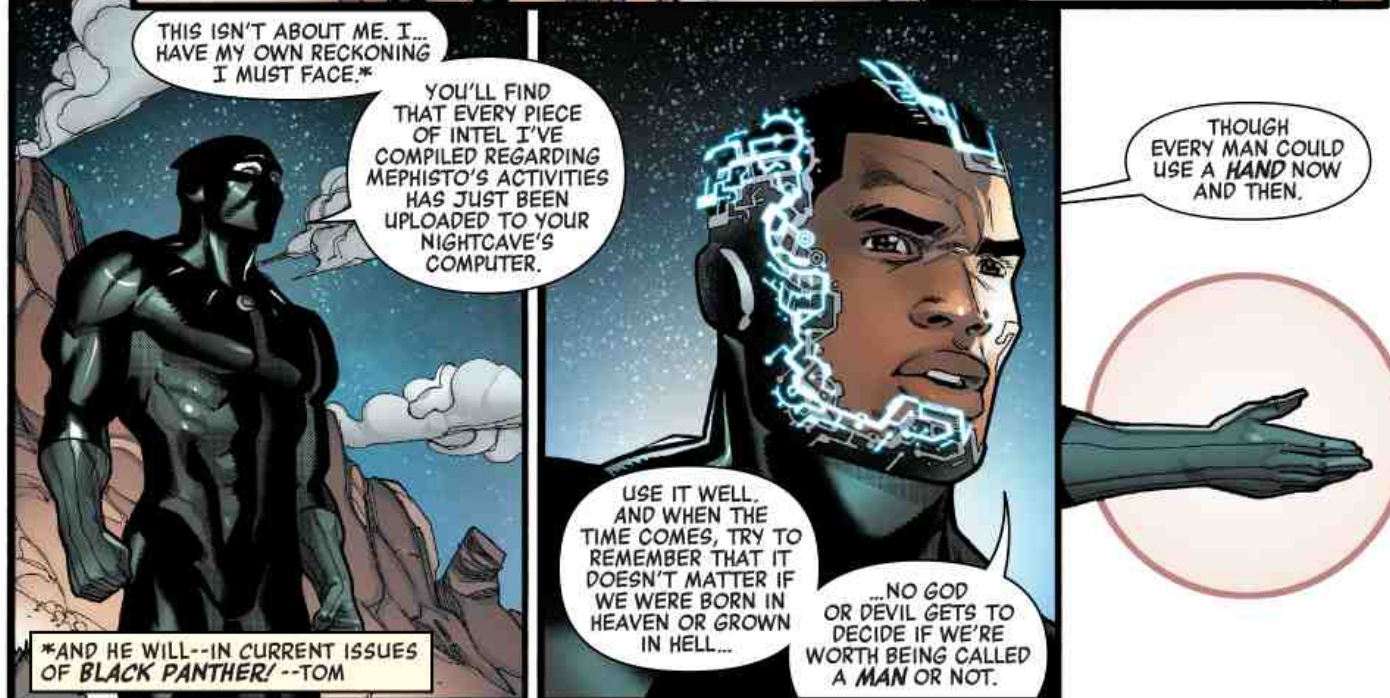
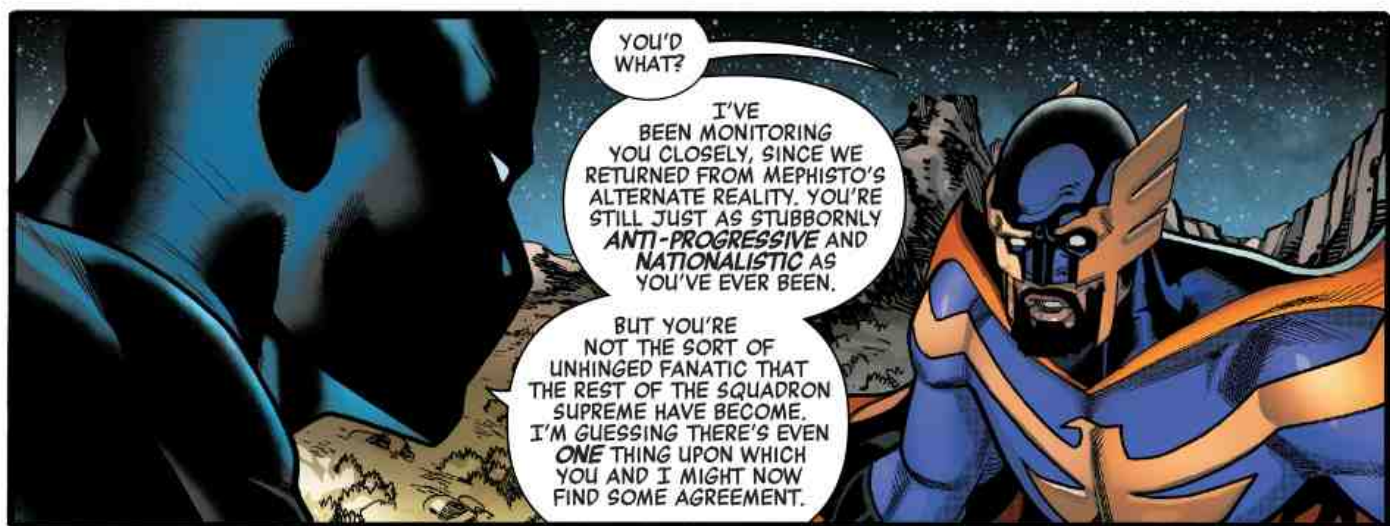
WHY DID
YOU **RESIGN** AS
AMERICAN
AMBASSADOR
TO WAKANDA?

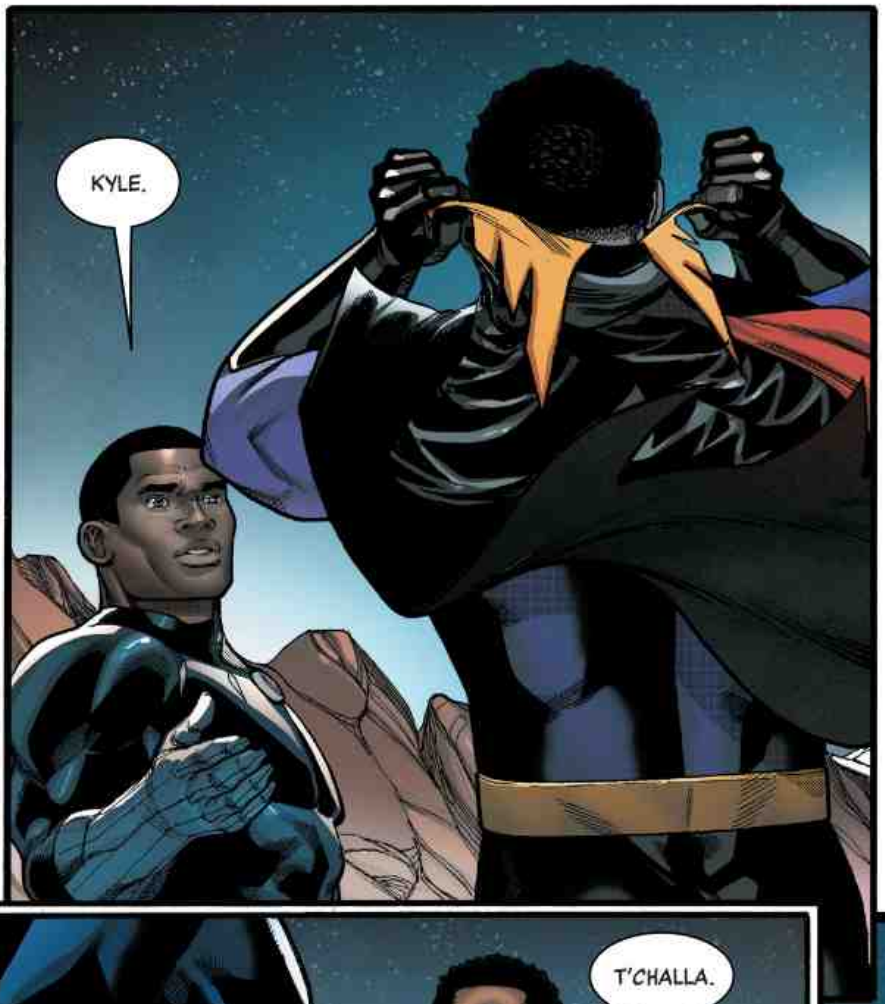
BECAUSE **CONGRESSMAN
KYLE RICHMOND** NEVER
EXISTED. HE WAS A STRAW
MAN, FOR THE DEVIL HIMSELF.
ONLY THE NIGHTHAWK
IS REAL.

SO
CONGRATULATIONS,
YOUR HIGHNESS. IN THIS
WHATEVER-THIS-IS
BETWEEN YOU AND I...
YOU'VE WON.

I JUST NEVER
THOUGHT YOU'D BE
PETTY ENOUGH TO
WANT TO RUB MY
FACE IN IT.

I'D LIKE YOU TO
RECONSIDER.





NEW YORK CITY.

AND THE CHANCE
TO *SIN* ANEW.



**EXCLUSIVE BREAKING
NEWS BULLETIN**

BLACK PANTHER RESIGNS
AS AVENGERS CHAIRMAN.
WAKANDAN LEADER TAKES
LEAVE OF ABSENCE FOR
UNDISCLOSED REASONS.
AVENGERS SPOKESPERSON
DECLINES COMMENT.



YOU SEE
THIS? YOU ASK
ME, THAT MAN'S
BETTER OFF
WITHOUT
THEM.

HELL,
WE ALL
ARE.

YOU KNOW, SINCE
THE AVENGERS MOVED
OUTTA THE CITY, I
HAVEN'T *ONCE* BEEN
LATE FOR WORK BECAUSE
OF SOME CRAZY SUPER-
CLOWN TRYING TO
MURDER EVERYBODY'S
FACES OFF.

DING



HI.

HAVE
Y'ALL ACCEPTED
THE *GREAT*
RED SERPENT AS
YOUR LORD AND
SAVIOR?





WHY DON'T WE PRAY ABOUT IT?

AAAAAGGGH!!!



THE SERPENT SOCIETY HAD GONE LEGIT IN RECENT YEARS.

OR AS LEGIT AS YOU CAN GO WHEN YOU'RE A BUNCH OF SNAKE-FACED THIEVES AND KILLERS FOR HIRE.

SERPENT SOLUTIONS

REJOICE! I HAVE TWO MORE HERE WHO'VE BEEN REDEEMED IN THE NAME OF THE SERPENT!

BLESS HIS FANGS!

THEY'D BEEN OPERATING OUT OF THIS OFFICE BUILDING AS SERPENT SOLUTIONS.

ALWAYS PAID THEIR RENT ON TIME, THE LANDLORD SAID.



TODAY, OUT OF THE BLUE, THEY STARTED GOING FLOOR TO FLOOR, KILLING EVERY PERSON THEY COULD FIND.

ADD THEM TO THE OFFERING PILE.

AND THEN JOIN HANDS AND TAILS, BROTHERS AND SISTERS, AND LET US SING OUR FATHER'S SACRED HYMN, IN THE TONGUE OF THE FIRST TO SLITHER.

LIKE THEIR ANIMAL BRAINS HAD SUDDENLY SEIZED CONTROL.

LIKE THEIR SERPENT
GOD HAD CALLED HIS
CHILDREN HOME.



WE PRAY THAT
OUR LORD ACCEPTS
OUR OFFERINGS OF THE
BODY OF MAN AND FINDS A
PLACE FOR HIS MOST FAITHFUL
SERVANTS IN THE NEW
RED WORLD HE IS
BRINGING.

WE PRAY
THAT HE OPENS THE
DOORWAY TO US NOW,
SO WE MAY SLITHER
ON OUR BELLIES
BEFORE HIM.

IN HIS
INFERNAL NAME
WE PRAY, THE
NAME OF--

PLINK

THEY SAY SNAKES CAN
SENSE **EARTHQUAKES**,
DAYS BEFORE THEY HAPPEN.

SO I SUPPOSE IT MAKES SENSE THAT THESE PEOPLE WHO
LIVE THEIR LIVES WITH THEIR BELLIES ON THE GROUND LIKE
BEASTS... WOULD BE THE FIRST TO FEEL WHAT'S HAPPENING,
WHAT'S SHAKING THE ENTIRE **COSMOS** AS WE SPEAK.

SERPENT
SOCIETY...
CAN YOU
FEEL IT?

GOD HAS
TURNED HIS EYE
UPON US.



BUT HAWKS
HUNT SNAKES.

EVEN ONES
THAT'VE CRAWLED
OUT OF HELL.

GUUGH!

IT SEEMS
A LITTLE **BIRD**
HAS FALLEN INTO
THE SNAKE PIT.

BAPTIZE
HIM WITH YOUR
VENOM. BROTHERS
AND SISTERS. FOR
THE FATHER
SERPENT.

HE'S NOT
YOUR FATHER,
VIPER. THOUGH IF
YOU'RE LIKE ME, YOU
WON'T LISTEN TO
REASON.

NOT UNTIL
YOU'VE HAD
YOUR **HEARTS**
RIPPED OUT.



THIS IS IT.
THIS IS THE
NEST.

EACH ONE
AS TOUGH AS A
TWO-DOLLAR STEAK.
I'LL SHIELD THE
HOSTAGES.

I'VE GOT THE
PERIMETER AND
ANY RUNNERS.

GUESS THAT
LEAVES ME AND THE
ALL-DADDY HERE TO
GO SNAKE HUNTING.

THEIR
MEMBERSHIP ALWAYS
FLUCTUATES. THERE
COULD BE AS MANY AS
FOURTEEN SERPENT
SOCIETY MEMBERS
INSIDE.

I HAVE
HUNTED SINCE
I WAS A BOY.
DRAGONS AND FROST
GIANTS THE SIZE OF
THIS TOWER. BUT
THIS...SHALL NOT
BE A HUNT.



'T WILL BE A
MASSACRE!

SHOCK
AND AWE!
GO, GO,
GO!

AVENGERS.

I'LL
SAY THIS
ONCE.





IS IT JUST ME...OR IS THAT AN AWFULLY WEIRD LOOKING SNAKE?

WE ALL MUST CHANGE WITH THE TIMES.

HE HAS MANY FORMS. BUT THE SERPENT WAS ONE OF THE FIRST.

THESE DAYS, PEOPLE SEE WHATEVER THEY NEED TO SEE WHEN THEY STAND IN MY PRESENCE.

AND WHAT DO YOU SEE, LITTLE LOST MAN OF THE NIGHT?

...THE FATHER SERPENT.

A DOG.

ONE THAT NEEDS TO BE PUT DOWN.

HA! PLEASED TO MEET YOU, POT. MY NAME IS KETTLE.

I WAS EXPECTING TO FIND MY BLESSED SNAKE CHILDREN HERE HISSING HYMNALS TO MY GLORY. INSTEAD, I FIND CHILDREN OF A DIFFERENT SORT.

THE SORT WHO SHOULD'VE NEVER BEEN BORN. REST ASSURED, I WILL CORRECT THE MISTAKES OF THIS WORLD. OF ALL THE RANCID EARTHS...



...FROM
HERE TO
INFINITY'S
END.

FOR
MY NAME IS
MEPHISTO.

AND I AM
MANY.





OR WILDLY
UNBRIDLED.

THE
STARBRAND
ISN'T SCREAMING
IN MY EAR THAT I
SHOULD **ROAST** THIS
DUDE TO BLOODY
CHARCOAL.

SO,
YEAH, SURE,
WHATEVER.



OR HISTORICALLY
UNTRUSTWORTHY.

THESE ARE
EXTRAORDINARY
TIMES. WHEN EVEN THE
FIERCEST OF ENEMIES
MUST UNITE FOR THE
GREATER GOOD.

OR SO
I TELL MYSELF.
YOU HAVE **NAMOR'S**
AFFIRMATION.



AND THESE AVENGERS
STILL DON'T UNDERSTAND
THE TRUE SCOPE OF
WHAT THEY FACE.

my
HORSE DIDN'T
HATE HIM. AND
MR. HORSE HATES
PRETTY MUCH
EVERYONE.

SO IT'S A
YES FROM THE
VALKYRIE.



IT TAKES
MORE THAN HATING
MEPHISTO TO EARN MY
TRUST. BUT IN TIMES LIKE
THESE, IT'S ENOUGH TO
GET US STARTED.

GOD
HELP US ALL.
AFFIRMATIVE.



I VOTE WITH
MY **GUT**. AND MY
GUT SAYS WE NEED
YOU. AND YOU NEED US.
AND THAT'S HOW TEAMS
COME TOGETHER
AROUND HERE.

IRON MAN
VOTES YES.
HELL YES.

A WAR ACROSS THE MULTIVERSE.
AGAINST AN ARMY OF HELL KINGS,
616 STRONG. ALONG WITH THE
WORST **SUPER-BUTCHERS** FROM
THROUGHOUT TIME AND SPACE.



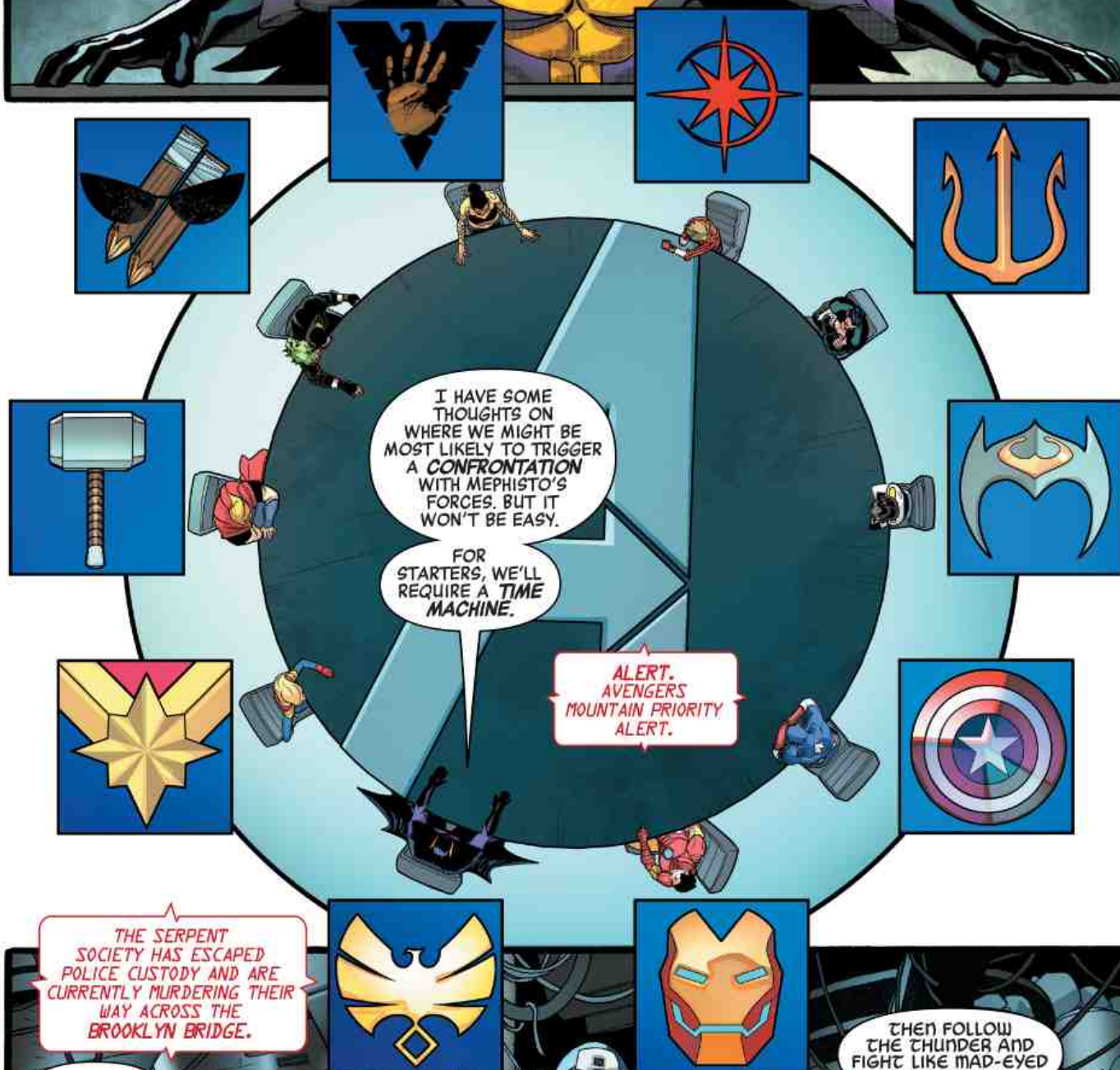
TRULY, THESE
ARE THE **DARKEST**
OF TIMES.

BUT I AM THE
NIGHTHAWK.

WHICH MEANS I
DO MY BEST WORK
IN THE DARK.

WELCOME
TO THE AVENGERS,
NIGHTHAWK.

IF WE'RE
DONE WITH THE
FORMALITIES, I'D
LIKE TO GET RIGHT
TO WORK.



MEETING
ADJOURNED.

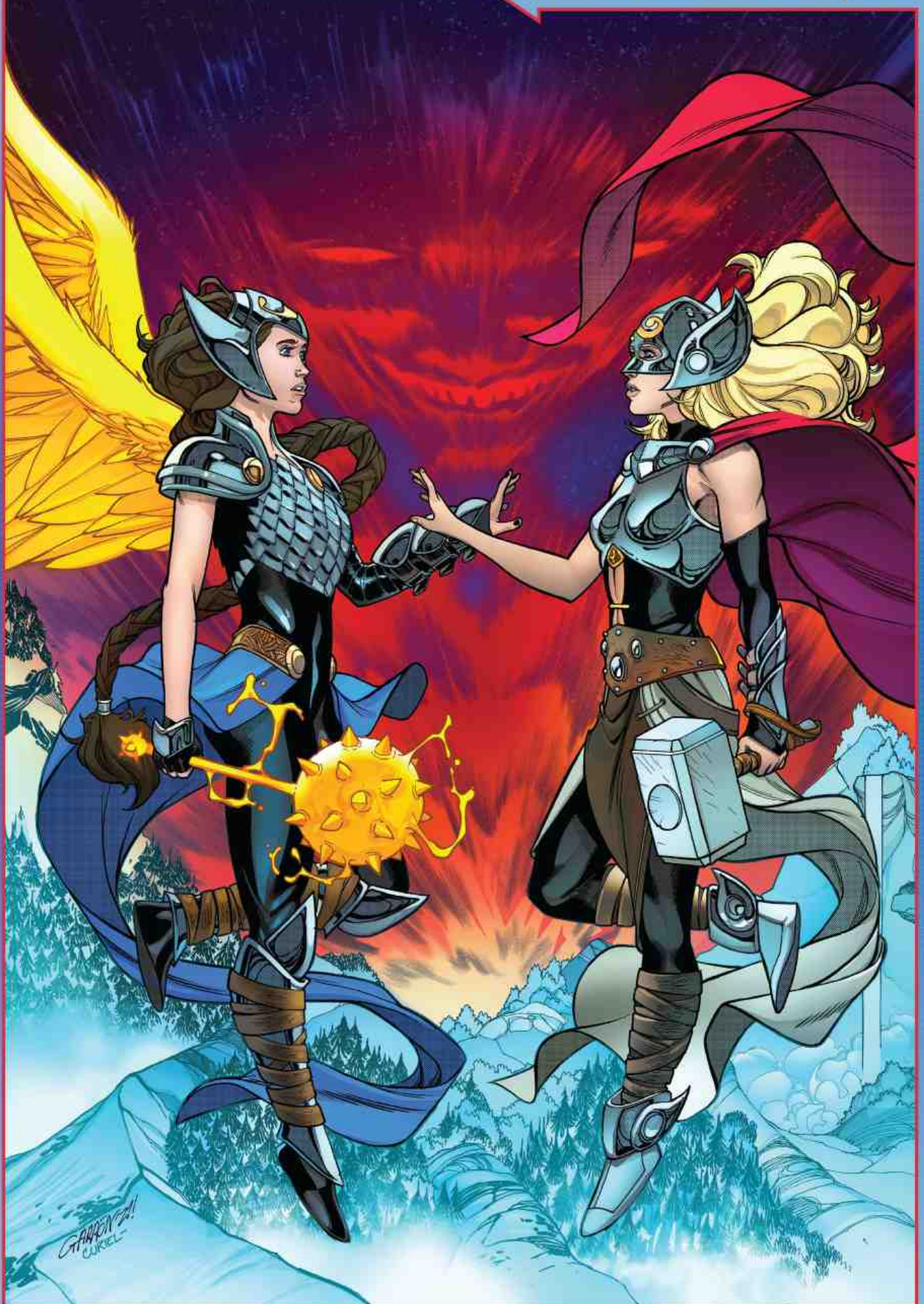
FIELD
COMMAND
ROTATION STARTS
NOW. THOR'S UP
FIRST.

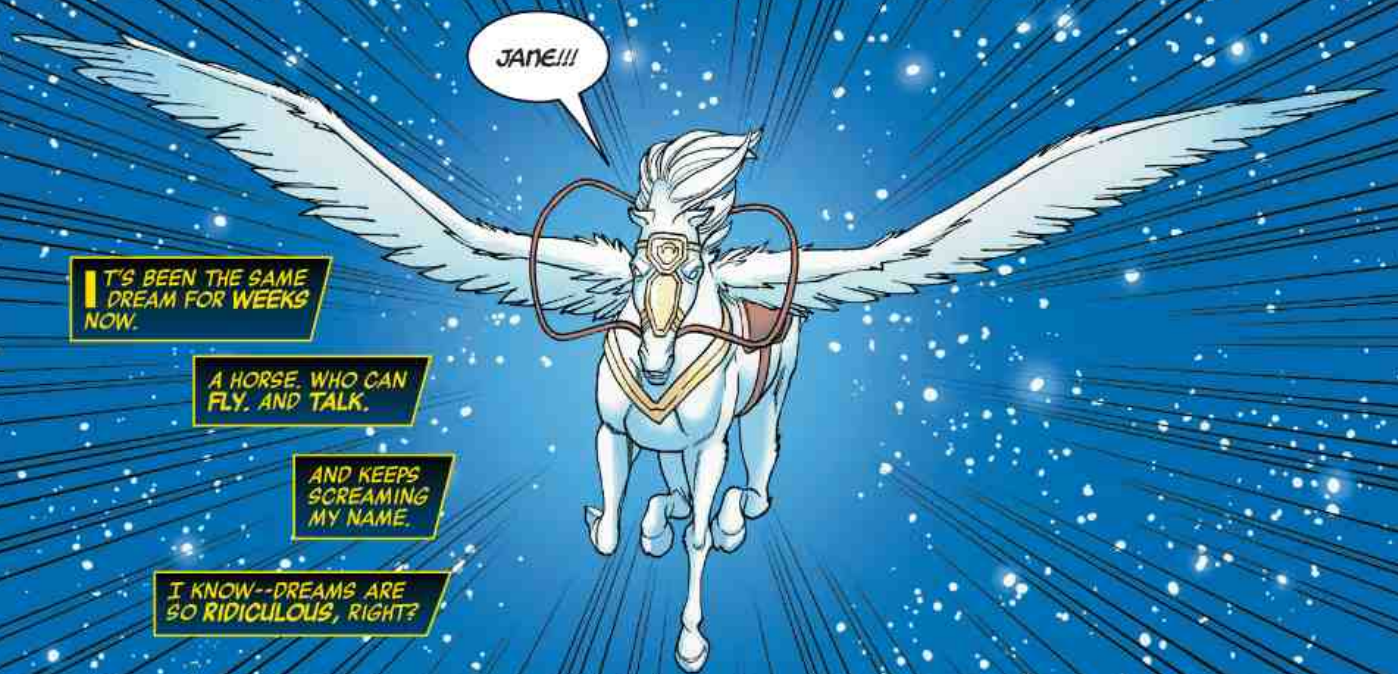
THEN FOLLOW
THE THUNDER AND
FIGHT LIKE MAD-EYED
BERSERKERS!

FOR MIDGARD!
FOR ONE ANOTHER!
FOR THE RUINATION
OF DEVILS!

AVENGERS
ASSEMBLE!







JANE!!!

IT'S BEEN THE SAME
DREAM FOR WEEKS
NOW.

A HORSE WHO CAN
FLY. AND TALK.

AND KEEPS
SCREAMING
MY NAME.

I KNOW--DREAMS ARE
SO RIDICULOUS, RIGHT?



BUT I WAKE WITH
A START EVERYTIME.

AND THERE'S ALWAYS
A MOMENT, SITTING
THERE IN THE
DARKNESS...

...WHEN I CAN'T
REMEMBER...
WHERE I AM.

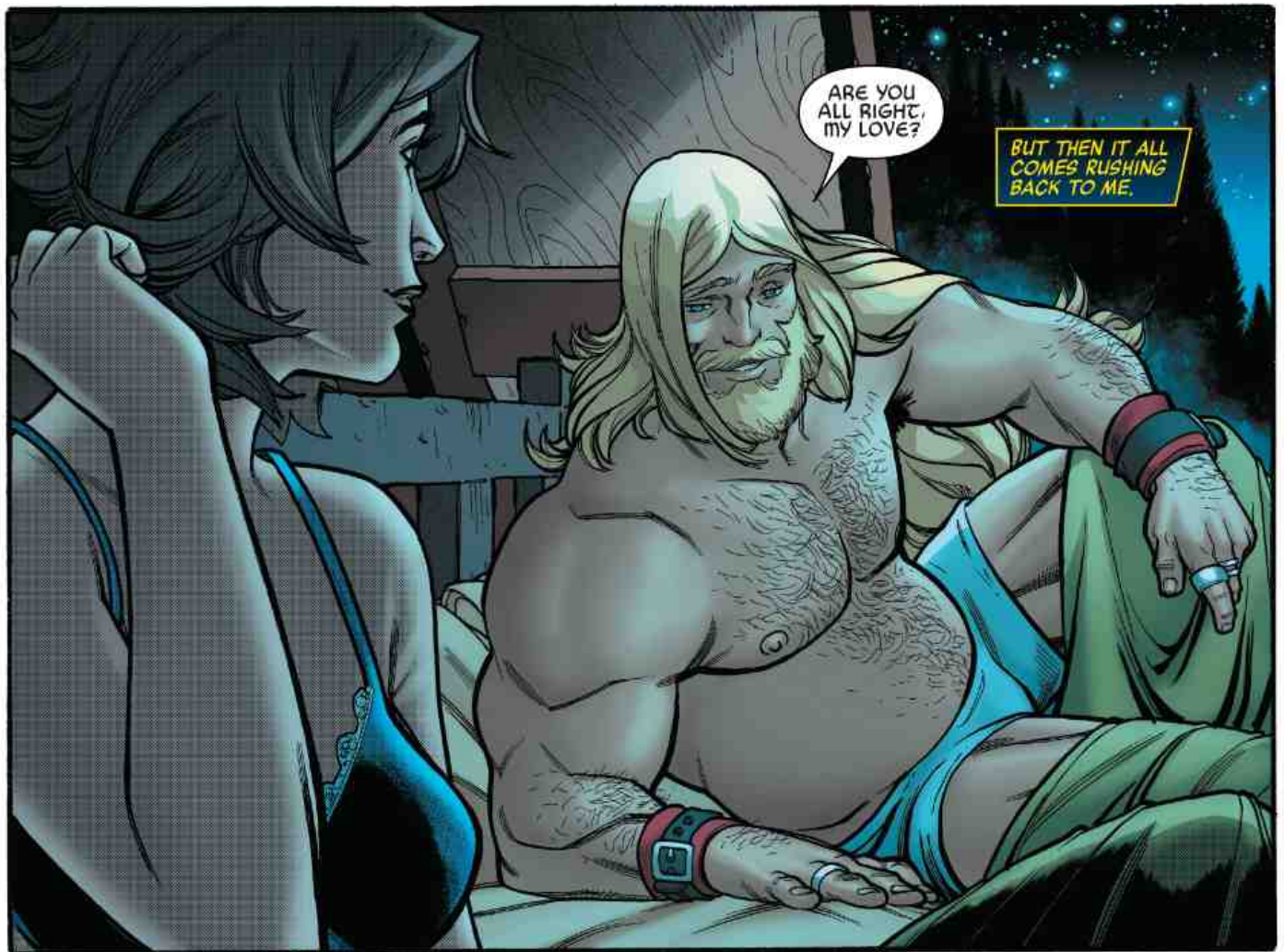
AAAH!



OR WHO THIS
IS SLEEPING
NEXT TO ME.

HMPH?

LADY
JANE?





THE HOUSE LIES HIDDEN IN THE EASTERN MISTS OF ASGARD, FAR FROM THE CAPITAL, SO WE CAN HAVE PLENTY OF TIME TO OURSELVES.

IT WAS A WEDDING GIFT FROM ALL-FATHER ODIN. ONCE HE FINALLY ACCEPTED THAT HE COULDN'T GET RID OF ME.

HE'D SENT HIS SON TO EARTH TO LEARN HUMILITY, AND THOR HAD FOUND THAT AND MORE.



HE'D FOUND ME.

HE'D FOUND A WIFE.

I WILL RETURN TO YOU SOON, MY LADY JANE!

WITH ALL THE SPEED OF THE MIGHTY STORM!

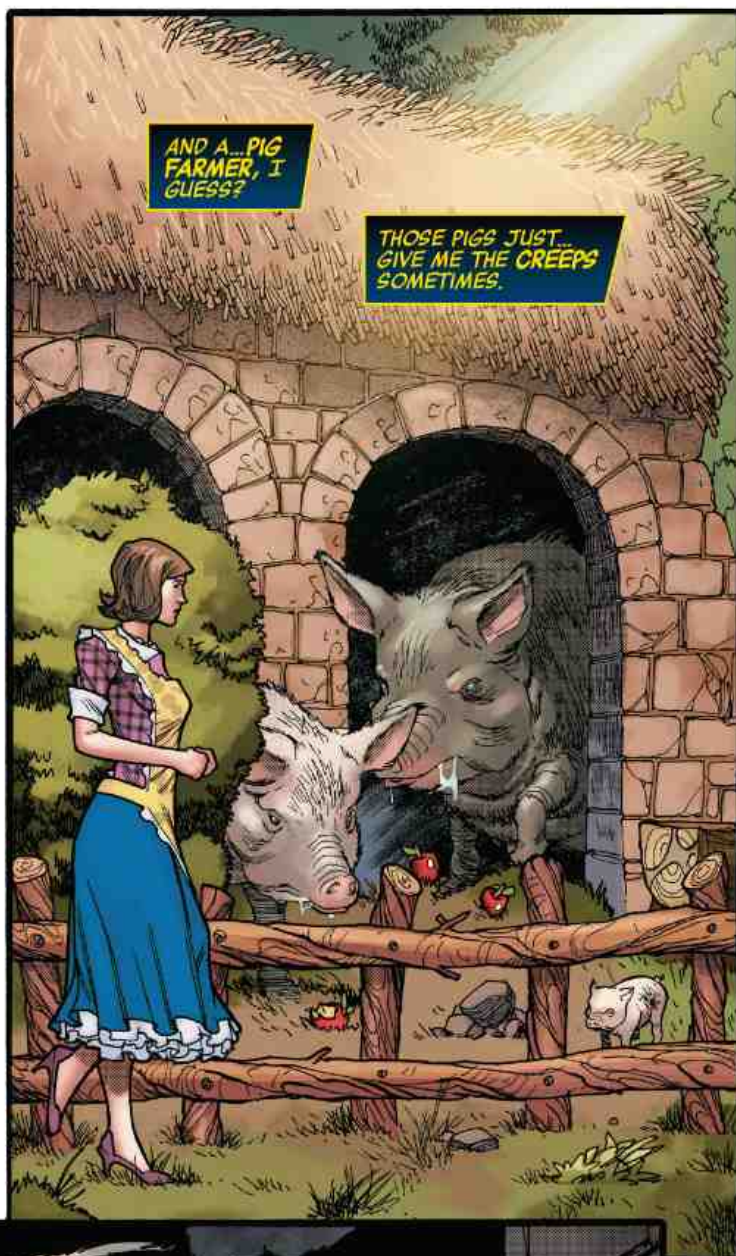


I LOVE YOU, THOR! HAVE A GREAT DAY AT WORK!

ONCE WE WERE MARRIED, THOR'S DR. DONALD BLAKE IDENTITY WENT AWAY.

SO THERE SEEMED NO MORE NEED FOR NURSE JANE FOSTER EITHER.

WHICH MEANT I GOT TO FINALLY BECOME WHAT I'D ALWAYS WANTED...



I SPEND THE DAYS
WAITING FOR THOR
TO RETURN.

IT GETS LONELY SOMETIMES.
AND THIS HOUSE BEGINS TO
FEEL LIKE...LIKE A CAGE.

I TOOK UP PAINTING AT SOME
POINT. MAYBE WEEKS AGO?
MAYBE YEARS--I CAN'T
REMEMBER.



I SEEM TO JUST KEEP
PAINTING THE SAME
THING OVER AND OVER.

I DON'T THINK
THOR LIKES IT.



HE SAYS I'M
ALREADY HIS
ANGEL.



UGH. THE
HEADACHE
AGAIN.

IT'S OKAY.
IT ALWAYS
PASSES.

HE SAYS THERE'S NO
REASON I WOULD
EVER NEED WINGS.



IT'LL
ALL BE
FINE.



HOW WAS YOUR DAY, HONEY?

HMPH?

OH, YOU KNOW, THE USUAL.

LOKI WANTED TO CAPTURE YOU AND USE YOU AS BAIT TO LURE ME INTO ANOTHER OF HIS DEVISUAL TRAPS.

BUT I BLUDGEONED HIM SOMETHING FIERCE. HE WON'T BE TRYING THAT AGAIN.

LEAST NOT UNTIL THE NEXT TIME HE DOES.

I SEE. AND DID LOKI...DO SOMETHING TO YOUR HAMMER, BY CHANCE?

WHY CAN'T I HEAR ITS VOICE IN MY HEAD?

HA! *WHY* WOULD YOU EVER HEAR SUCH A THING? YOU ARE NOT THOR!

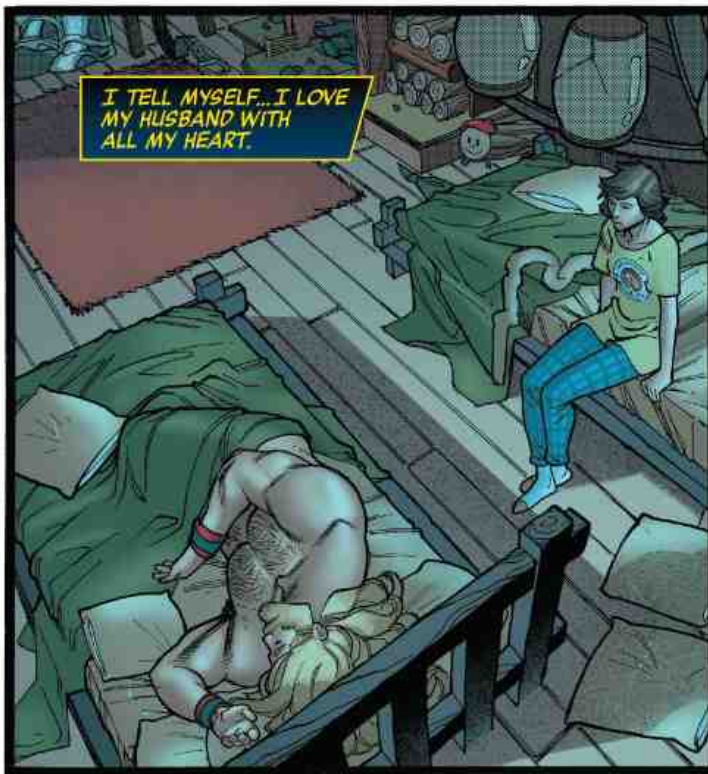
I AM THOR!

I SUPPOSE YOU'RE RIGHT, DEAR.

I DON'T... FEEL WELL ALL OF A SUDDEN. I THINK I'M GOING TO BED.

I AM THOR.

I AM THOR.



I TELL MYSELF... I LOVE MY HUSBAND WITH ALL MY HEART.



THAT HE'S THE GREATEST GOD WHO'S EVER LIVED.

THAT IT'S A DREAM COME TRUE TO GET TO WAKE UP EVERY DAY AND BE HIS WIFE.



BUT SOMEWHERE DEEP INSIDE ME, A VOICE ECHOES, LIKE A STORM THUNDERING WAY IN THE DISTANCE, TELLING ME...

...THAT I WAS MEANT FOR SOMETHING MORE.



SO, YOU'RE HIS WORK WIFE, HUH?

WELL, LET'S SEE WHAT HE SEES IN YOU.



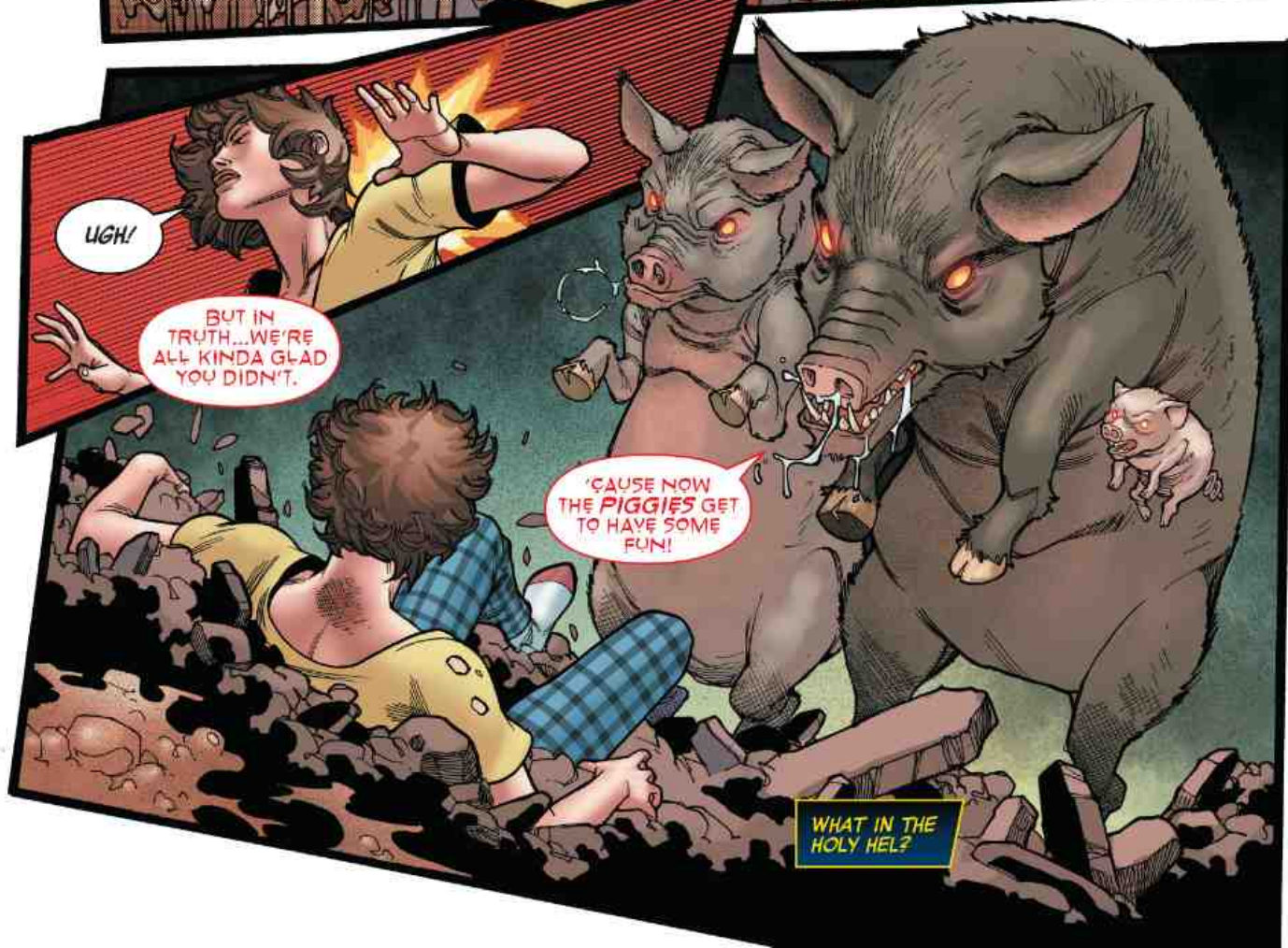
JANE!



WHAT DO YOU THINK YOU'RE DOING?!









SHE'S STRONGER THAN SHE LOOKS!

GAGH, I KNEW THIS WAS A WASTE OF TIME! WE SHOULD'VE JUST KILLED HER AND BEEN DONE WITH IT!



MEPHISTOS!

WELL, SO MUCH FOR TEMPTATION.

YEAH, SO LET'S GET ON WITH THE FALLING.



ANOTHER FAKE HAMMER? YOU IDIOT DEVILS REALLY THINK I'D FALL FOR MORE OF YOUR TRICKS?

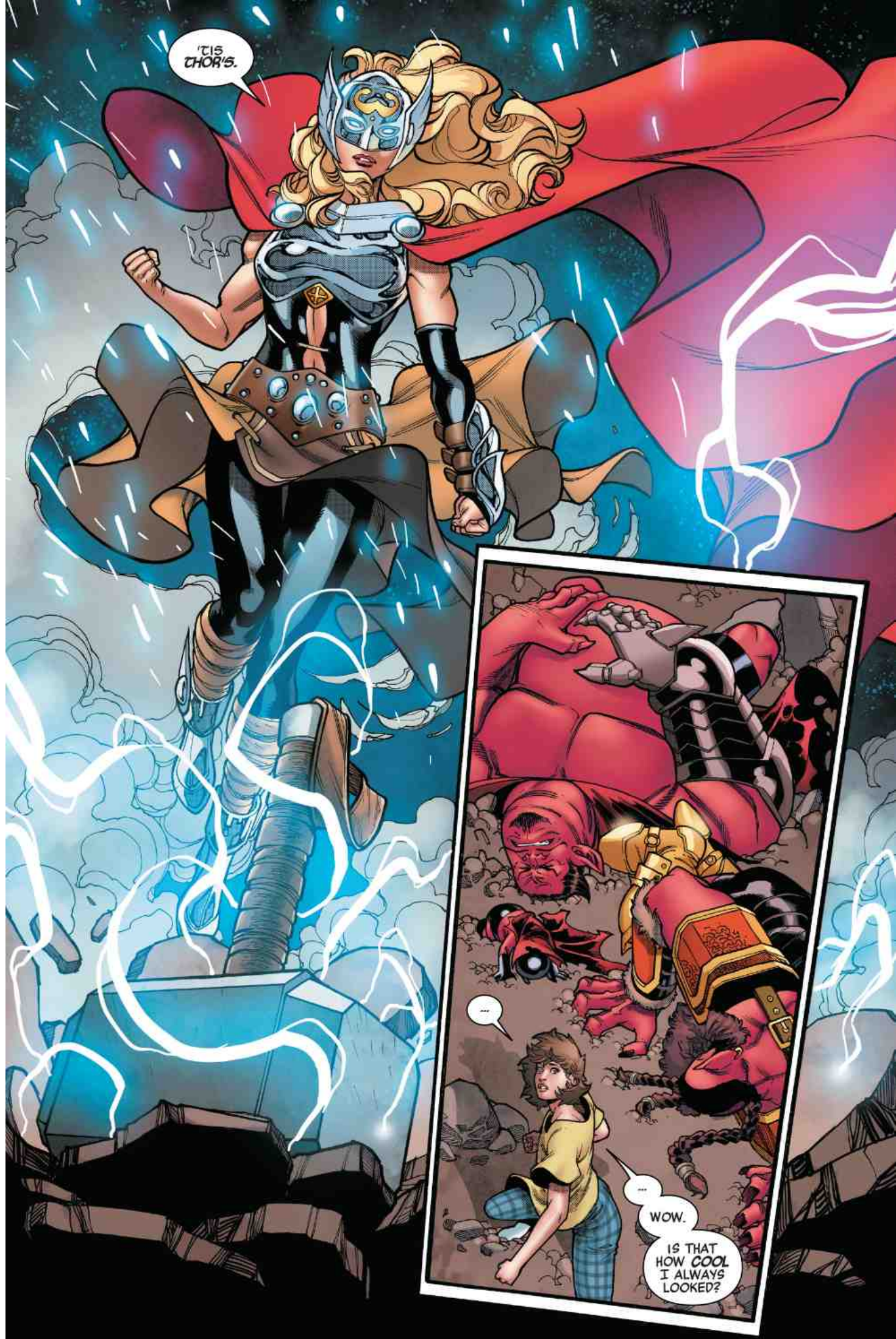
UM. THAT ONE ISN'T OURS.

THUD!



AAAARGGH!

NAY, IT ISN'T.



TIS THOR'S.

WOW.

IS THAT
HOW COOL
I ALWAYS
LOOKED?



HELLO, JANE FOSTER.

HI THERE... JANE.

SO, WHAT MUST YOU HEAR IN ORDER TO ACCEPT THAT IT IS *TRULY* ME? OR *TRULY* YOU, I MEAN.



NO NEED. I HEAR IT ALREADY.

I DON'T UNDERSTAND IT, BUT I BELIEVE YOU'RE *REALLY* YOU. *REALLY* THOR.

EXPLANATIONS WILL HAVE TO WAIT. FOR NOW, I RECOMMEND YOU *SUIT UP* SO WE CAN FINISH THIS. DO YOU KNOW WHERE THEY'VE HIDDEN YOUR HAMMER?



I'M A DIFFERENT SORTA JANE.

I WIELD *UNDJARN*, THE ALL-WEAPON.

AND THERE'S NO HIDING IT FROM ME. NOT NOW THAT I'M *TRULY* AWAKE.



BECAUSE THE ALL-WEAPON'S IN MY *VEINS*!



SHE'S A WONDER TO BEHOLD.

SHE'S BEEN AT THIS SORT OF THING LONGER THAN I HAVE, I CAN TELL.

BUT I STILL MORE THAN HOLD MY OWN.

WHEN IT CAME TO CRAFTING THIS "TEMPTATION," THESE IDIOT DEVILS MUST'VE BEEN WORKING OFF SOME SERIOUSLY OUTDATED INTEL.



I SUPPOSE THERE WAS A TIME WHEN I WAS STARRY-EYED AND LOVESTRUCK AND THE THOUGHT OF SOMEDAY BEING MRS. THOR SEEMED THE GREATEST DREAM EVER.

BUT THEN I GREW UP.



INTO A DOCTOR.

A MOTHER WHO LOST HER CHILD.

A WOMAN WITH A LUMP IN HER BREAST THAT TRIED TO KILL HER.

A GODDESS OF THUNDER. AN AVENGER. A VALKYRIE.

I DON'T DREAM MUCH ANYMORE. I DON'T HAVE TO.

I'M TOO BUSY
LIVING.

GOD, WHAT
A LIFE.





GAGH!
STUPID
JANES!

THE JANES
ARE ALWAYS THE
WORST! TOLD YOU
WE'D NEVER
BREAK ONE!

OH WELL.
JUST MEANS
THERE'LL BE MORE
FOR US TO SLAUGHTER.
SEE YOU AT THE
DROWNING,
LADIES. HA!



SEE YOU
WHEN INFINITY
TURNS RED!

YOU
UNDERSTAND
ANY OF THAT
BETTER THAN
I DID?

I UNDERSTAND
WE NEED TO MOVE.
THEIR SPELL IS
COLLAPSING.



MEPHISTOS
HAVE BEEN
TARGETING
AVENGERS WITH
THEIR TEMPTATION
TRAPS ALL ACROSS
THE MULTIVERSE.
ANY IDEA HOW
THEY GRABBED
YOU?

THE
LAST THING
I REMEMBER...
I WAS FLYING
THROUGH THE
NETHER-REALMS,
SEARCHING FOR
SIGNS OF A
MISSING GHOST
RIDER.

OH MAN,
MR. HORSE
MUST BE
WORRIED
SICK.

GHOST RIDER?
WOULDN'T BE
ROBBIE REYES,
WOULD IT?

YOU
KNOW HIM?
HE'S ALIVE?

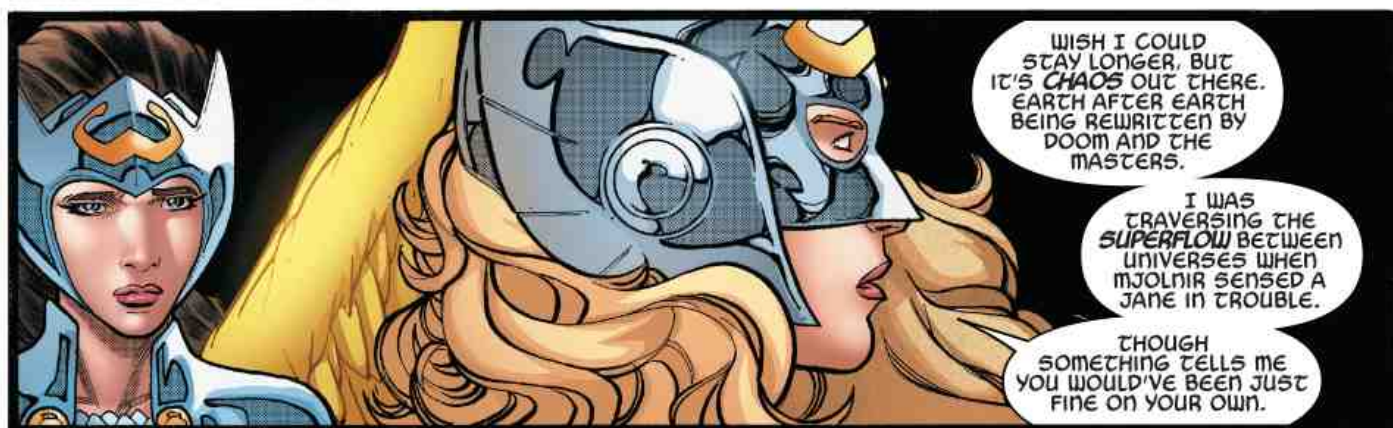
LAST
I HEARD,
AVENGER PRIME SAYS
HE'S DRIVING A CAR FROM
EARTH TO EARTH AND
RECRUITING MORE OMNI-
AVENGERS TO HELP
DEFEND INFINITY'S
END.

SOME
SAY HE'S
THE ALL-RIDER
NOW.*

I
UNDERSTOOD
MAYBE THREE AND
A HALF OF THOSE
WORDS.

SO, ARE
YOU...ME...
FROM...THE
FUTURE?

*SEE CURRENT ISSUES OF
AVENGERS FOREVER. --TOM



A full-page comic book illustration. Thor and Jane Foster are flying through a dark, stormy sky filled with bright white lightning. Jane Foster, in the foreground, wears a red and blue Asgardian-style suit with a silver chest plate and a blue mask with a crescent moon. She holds Mjolnir high in her right hand. Thor is behind her, also in a similar suit. The background is a swirling mix of dark blue, purple, and red, with jagged white lightning bolts striking around them.

SHE TELLS ME ABOUT THE
MASTERS OF EVIL, THE SAME
ONES WHO ATTACKED
AVENGERS MOUNTAIN.

AND HOW THEY'RE IN
LEAGUE WITH THE
LEGION OF MEPHISTOS,
THE COUNCIL OF RED.

SHE TALKS ABOUT A PLACE
CALLED THE GOD QUARRY,
WHERE A LONE AVENGER
STANDS GUARD IN A
TOWER, PREPARING FOR A
BATTLE FOR THE FATE OF
THE ALL AND THE ALWAYS.

SHE TALKS ABOUT MY WORLD'S
GENESIS POINT AND THE
PREHISTORIC HEROES
WHO FIGHT TO DEFEND IT,
HEROES WHO WILL NEED MY
HELP IF MY REALITY IS
GOING TO SURVIVE.

AND THEN SHE'S
GONE OFF TO
REJOIN THE
FIGHT.

AND I REALIZE
AS SOON AS SHE
LEAVES...JUST
HOW MUCH I'D
MISSED HER.

I FLOAT THERE IN
THE DARKNESS FOR
WHAT SEEMS LIKE
A LONG WHILE...

...LISTENING TO
THE SOUND OF
HER THUNDER...

...AS IT
FADES
AWAY.

ONLY IT HASN'T
FADED YET.

AVENGERS MOUNTAIN.

YOU WERE
TEMPTED BY
MEPHISTO? HEY,
I KNOW THE
FEELING.

I KEEP HEARING IT.
THAT THUNDER.
TRYING TO DROWN
OUT THE WORLD.

HE TRIED
THE SAME TRICK
ON ME. TRAPPED ME
IN A CAVE IN THE
STONE AGE.

I FOUGHT
HIM WITH AN IRON
MAN SUIT I BUILT OUT
OF ICE. * BECAUSE, YOU
KNOW, I'M AMAZING
LIKE THAT.

HOW'D
YOU BEAT
HIM, JANE?

*IN AVENGERS #31. --TOM

IT'S ONLY IN THIS
MOMENT THAT I
REALIZE...

...THAT I'M NOT ENTIRELY
CERTAIN THAT I DID
DEFEAT THE TEMPTATION.

I...
UH...

I PICKED UP
THE HAMMER.
AND, UM...

WERE THOSE MEPHISTOS REALLY
SO STUPID AS TO THINK THEY
COULD TEMPT ME TO GIVE UP
THE FIGHT IN RETURN FOR A
LIFE SPENT BEING THOR'S WIFE?

OR...

...WAS THAT
NOT THE TRUE
TEMPTATION
AFTER ALL?

JANE?



AVENGERS 1,000,000 BC FOR THE
PHOENIX SO LOVED THE WORLD



At the dawn of humanity, there came a day, a day unlike any other, when Earth's mightiest and earliest heroes first found themselves united against a common threat--on that day, the Prehistoric Avengers were born. To fight the foes no single super hero could withstand!

AVENGERS

1,000,000 BC

All-Father Odin! The
Starbrand! Agamotto, the
Sorcerer Supreme! The Black
Panther! The Ghost Rider!
The Iron Fist! The Phoenix!

The adventures of these
Prehistoric Avengers were
lost to history until Iron Man
time-traveled to the past and
first learned of the heroic
predecessors to the
modern Avengers.

In the present, the Phoenix
Force hinted that the thunder
god Thor did not know the true
story of his birth, a tale that
has remained secret...
until now.





LIKE ALL GREAT
LOVE STORIES...IT
BEGAN WITH A KISS.

HE WAS LAUFHEY,
KING OF THE
FROST GIANTS
OF JOTUNHEIM.

SHE WAS HYVE,
THE WAR-BEARER,
MOTHER OF
INFESTATION...

...FROM A PLACE
CALLED THE
NEGATIVE ZONE.

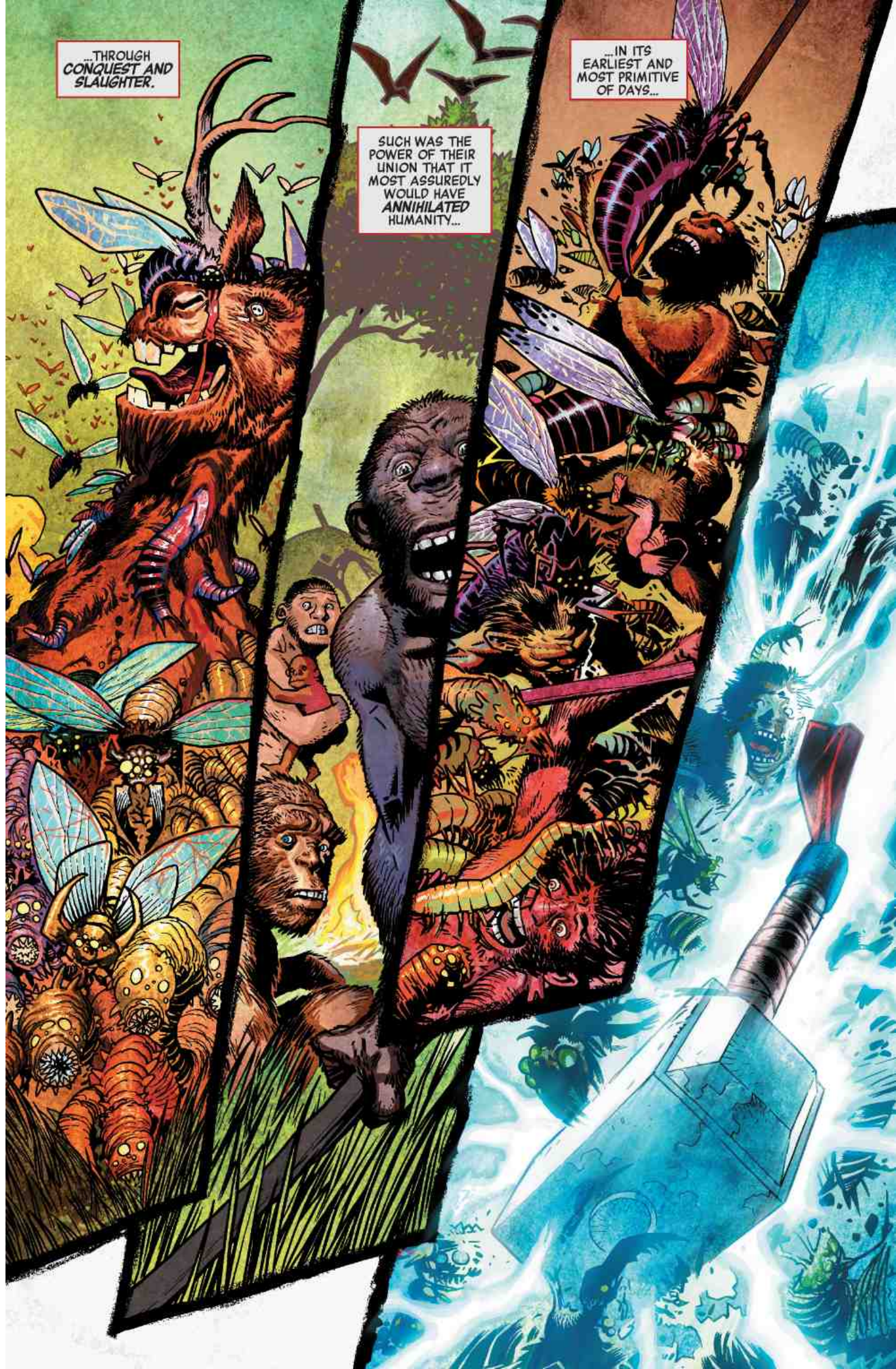
HISTORY DOES
NOT RECORD
HOW THEY MET.

ONLY THAT
THEY CAME
TO MIDGARD...
TO THE EARTH OF
ONE MILLION
YEARS AGO...TO
CONSUMMATE
THEIR LOVE...

...THROUGH
CONQUEST AND
SLAUGHTER.

...IN ITS
EARLIEST AND
MOST PRIMITIVE
OF DAYS...

SUCH WAS THE
POWER OF THEIR
UNION THAT IT
MOST ASSUREDLY
WOULD HAVE
ANNIHILATED
HUMANITY...



...WERE IT NOT
FOR EARTH'S
MIGHTIEST
HEROES.



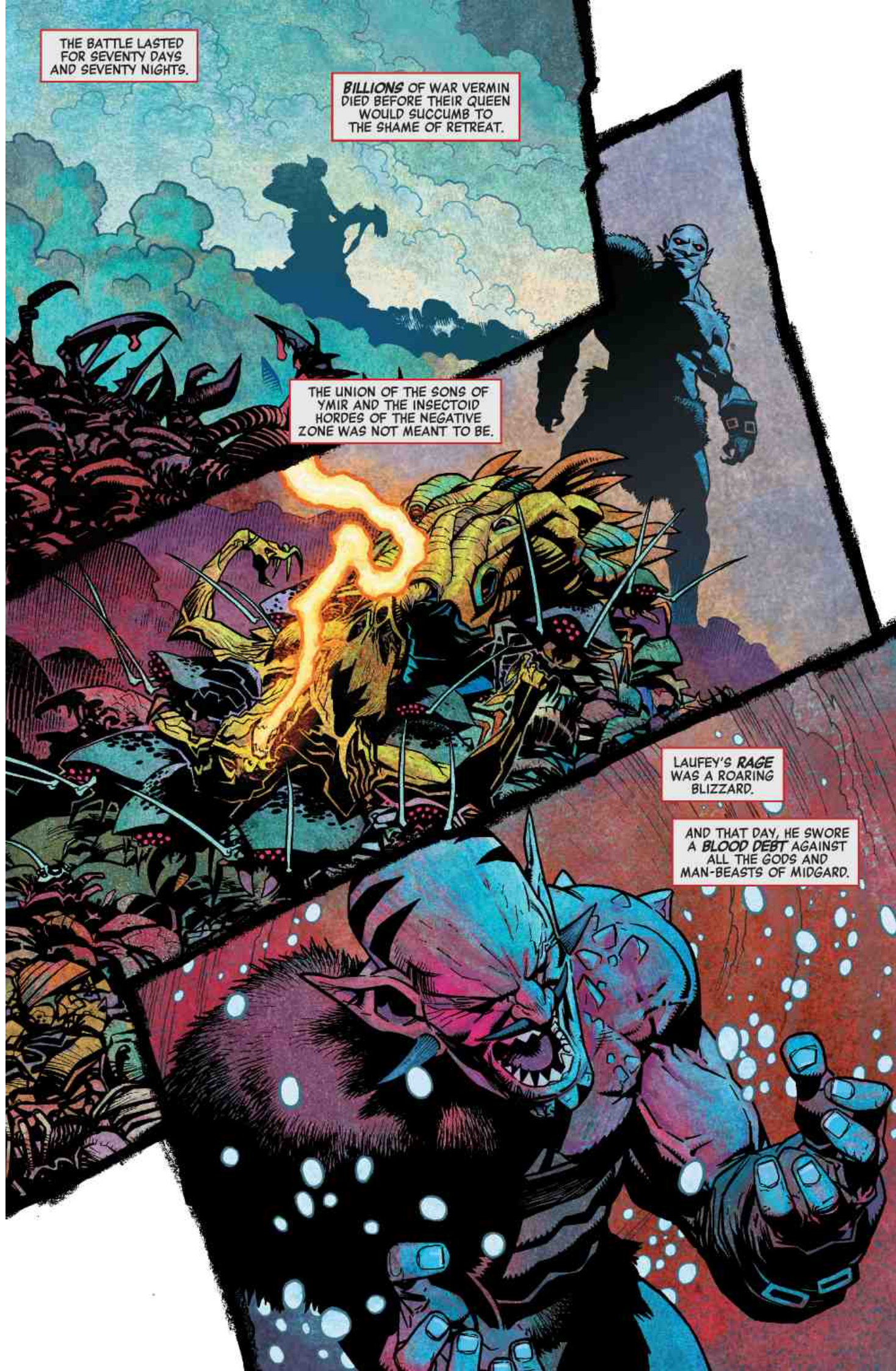
THE BATTLE LASTED
FOR SEVENTY DAYS
AND SEVENTY NIGHTS.

BILLIONS OF WAR VERMIN
DIED BEFORE THEIR QUEEN
WOULD SUCCUMB TO
THE SHAME OF RETREAT.

THE UNION OF THE SONS OF
YMIR AND THE INSECTOID
HORDES OF THE NEGATIVE
ZONE WAS NOT MEANT TO BE.

LAUFHEY'S RAGE
WAS A ROARING
BLIZZARD.

AND THAT DAY, HE SWORE
A *BLOOD DEBT* AGAINST
ALL THE GODS AND
MAN-BEASTS OF MIDGARD.





AS HE FLED BACK TO
UTGARD, LAUFEBY
VOWED TO SOMEDAY
TURN MIDGARD TO
ASH AND SLUSH.

WHILE THE YOUNG
REALM OF MIDGARD...

...LED BY ITS MIGHTY
PROTECTORS...
VOWED STUBBORNLY...
TO *ENDURE*.

IT HAD BEEN
YEARS SINCE
THE EARTH'S GREAT
POWERS HAD FIRST
COME TOGETHER
TO DEFEAT THE
MAD CELESTIAL.

IN THAT TIME,
THEY HAD WAGED
BATTLES BEYOND
ALL IMAGINING.
BUT AS EVER...

BLACK
PANTHER!

...THEY HAD
LIVED TO SEE
THE DAWN.

HE WAS
THE **BEST**
OF MEN.

MAY THEY
ALL GROW UP TO
BE AS HE WAS.

AYE, THE
PANTHER FOUGHT
WELL. BUT AS YOU
SAY...HE WAS BUT
A MAN.



...WHO
IS?

ODIN...

BEST TO
NOT GET TOO
ATTACHED TO ANY
OF THEM, PHOENIX.
THEY DO NOT
LAST LONG.

THEY ARE
NOT LIKE YOU
OR I. BUT
THEN...



A GREAT
MAN IS DEAD!
OUR COMRADE
IN ARMS!

SHOW
SOME RESPECT,
ASGARDIAN!

I HAVE
RESPECT
FOR MINE OWN
PASSIONS,
MY LADY.

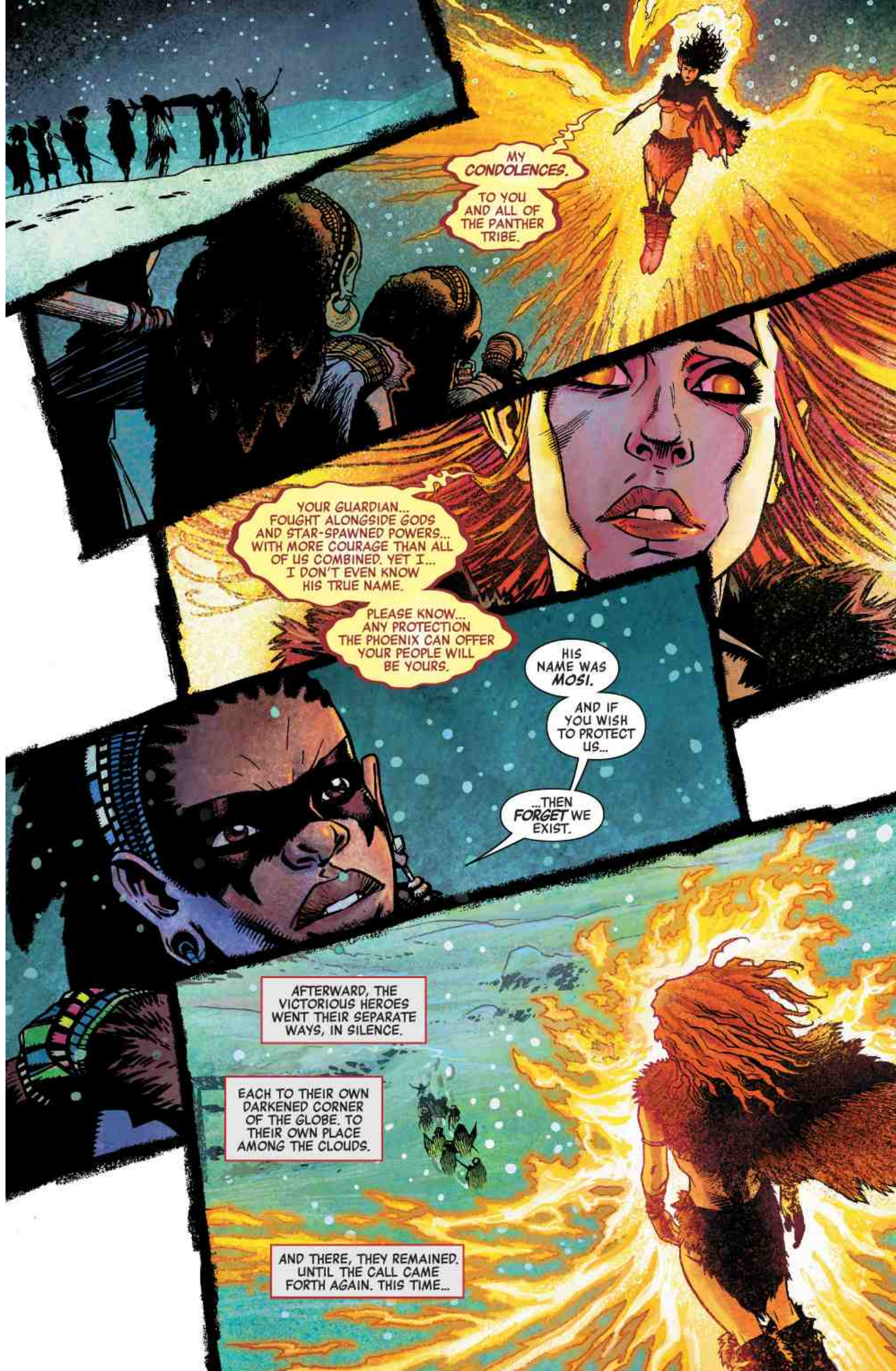
"PASSIONS YOU
KNOW WELL."

FOR A BEING
WHO CLAIMS TO
BE OMNIPOTENT, YOU
SEE SO VERY LITTLE
SOMETIMES, DON'T
YOU?

I AM THE
WAY AND THE
WRATH AND THE
WONDER.

AND I
SEE WHAT
SHALL BE.

AND HOW
TO MAKE
IT SO.



MY
CONDOLENCES.

TO YOU
AND ALL OF
THE PANTHER
TRIBE.

YOUR GUARDIAN...
FOUGHT ALONGSIDE GODS
AND STAR-SPAWNED POWERS...
WITH MORE COURAGE THAN ALL
OF US COMBINED. YET I...
I DON'T EVEN KNOW
HIS TRUE NAME.

PLEASE KNOW...
ANY PROTECTION
THE PHOENIX CAN OFFER
YOUR PEOPLE WILL
BE YOURS.

HIS
NAME WAS
MOSI.

AND IF
YOU WISH
TO PROTECT
US...

...THEN
FORGET WE
EXIST.

AFTERWARD, THE
VICTORIOUS HEROES
WENT THEIR SEPARATE
WAYS, IN SILENCE.

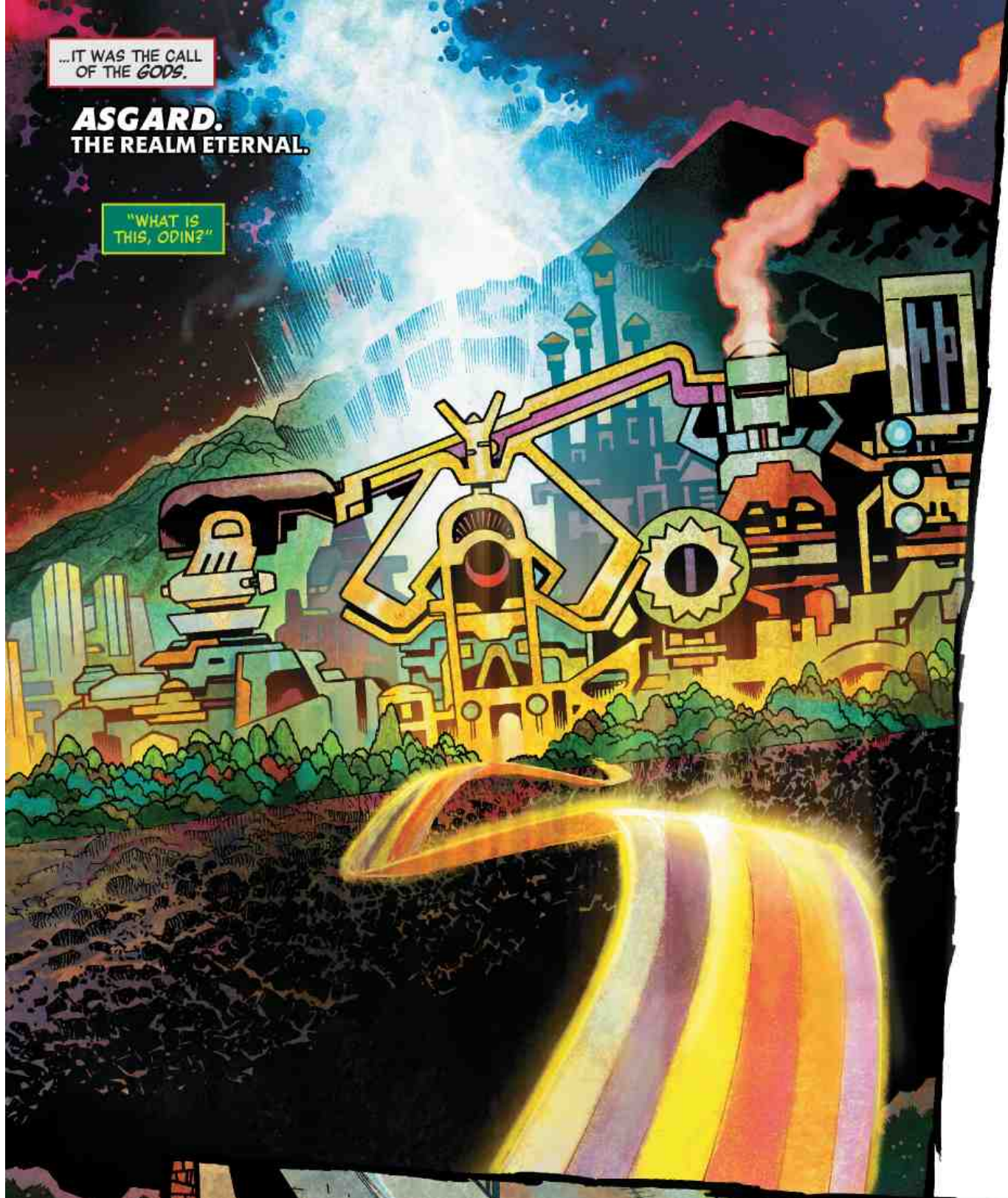
EACH TO THEIR OWN
DARKENED CORNER
OF THE GLOBE. TO
THEIR OWN PLACE
AMONG THE CLOUDS.

AND THERE, THEY REMAINED.
UNTIL THE CALL CAME
FORTH AGAIN. THIS TIME...

...IT WAS THE CALL
OF THE GODS.

ASGARD. THE REALM ETERNAL.

"WHAT IS
THIS, ODIN?"



YOU SENT
WORD THAT A
GREAT RECKONING
HAD COME, BUT I
SENSE NO
DISTURBANCE
HERE.

I CALLED,
WIZARD...BECAUSE
I NEEDED YOU ALL
TOGETHER...





...FOR A DAY UNLIKE ANY OTHER!

IF THERE'S TROUBLE, WE'LL NEED EVERYONE. ANY WORD FROM THE PANTHER TRIBE?

NO ONE'S SEEN THEM SINCE THE FALL OF THEIR CHAMPION.

RRRRRRGGH!



THE **STARBRAND** DEMANDS TO KNOW... WHY EXACTLY HAS THE LOUD GOD BROUGHT US HERE? WHERE IS THIS TROUBLE HE SPEAKS OF?

IT IS RIGHT IN FRONT OF YOU. YOU MORTALS JUST CANNOT SEE IT.

FOR THE TROUBLE LIES... WITHIN MY ANCIENT HEART.

AND HERE NOW COMES THE CURE.



I FLEW AS FAST AS I COULD.

WHAT'S HAPPENED? ARE WE UNDER ATTACK?



APPARENTLY, THE ALL-FATHER HAS TROUBLE WITH HIS **INNARDS**. OTHER THAN THAT, WE HAVE NO IDEA.

ODIN, BY CALLING US HERE YOU HAVE LEFT THE PEOPLE OF EARTH UNDEFENDED. THE **IRON FIST** DEMANDS THAT YOU EXPLAIN YOURSELF.

THIS WAY AND ALL WILL BE REVEALED!

TOGETHER, WE HAVE SAVED MIDGARD MORE TIMES THAN IT MOST ASSUREDLY DESERVES.

BUT TODAY, WE GATHER IN HONOR OF AN EVEN **GREATER** PRIZE.

THAT OF LOVE!

ODIN...

WHAT... IS THIS?



MY LADY
PHOENIX.

IT IS
YOUR WEDDING
DAY.



ODIN...
YOU...YOU...

BEGIN THE
CEREMONY!



AND SKIP
TO THE END! MY
LONGING CANNOT
ENDURE ANOTHER
MOMENT!



VERY WELL. BY
THE POWER VESTED
IN ME BY THE GODS OF
ASGARD, YOU MAY--



STW



YOU ARE
A FOOL OF
A GOD!



MY
LOVE?

I...

I DON'T
UNDERSTAND...



AND
YOU NEVER
WILL!

THE PHOENIX
FLEW LIKE A COMET
THAT DAY, SETTING THE
CLOUDS ALIGHT AS SHE
PASSED THEM BY.

SHE FLEW WITH NO
THOUGHT OF EVER
LOOKING BACK.



YET SHE
DID.

IT WILL
DIE.

IF I LEAVE
NOW...IT WILL
ALL *WITHER*
BEFORE IT
BLOOMS.

AND NO
ONE WILL EVEN
KNOW THAT A
PLANET CALLED THE
EARTH EVER
EXISTED.

THE PEOPLE
ARE STILL TOO PRIMITIVE,
HELPLESS AS BABES. THIS
UNION OF PROTECTORS THAT
I FORGED...HAS GROWN
TOO FRACTURED.

AND
EARTH'S
GODS...

...ARE NO HELP
TO ANYONE BUT
THEMSELVES.

I HEAR
THE *STARS*
CALLING.

THE PHOENIX
LONGS TO SPREAD
HER WINGS AND FLY
TO NEW WORLDS.

BUT NOT
YET.

NOT UNTIL
WE CAN LEAVE
THIS ONE...IN
BETTER
HANDS.

MANY YEARS LATER.

KRUKROOOM

GRRRREEEGGH!
IT'S HAPPENING.
FEELS LIKE...

...LIKE
GIVING BIRTH TO
A STORM!

THE BABE
IS CRYING IN
THE WOMB,
LADY GAEA.

THUNDER IS
HIS CRYING.

SUCH IS HIS
STRENGTH THAT HE
MAY DESTROY THE WORLD
BEFORE EVEN BEING
BORN.

THIS
WILL NOT GO
UNNOTICED.

IT
HASN'T.

GREETINGS,
EARTH MOTHER
GAEA. I AM
AGAMOTTO,
THE SORCERER
SUPREME.

MY SPELLS
CAN SOOTHE
YOUR PAIN.

THE OLD WIZARD
WAS THE FIRST
TO ARRIVE.

AS HE HAD FORESEEN
THE BIRTH WHILE
EXPLORING THE ASTRAL
PLANES, CHARTING THEM FOR
FUTURE GENERATIONS.



THE FIASCO OF ODIN'S
WOULD-BE WEDDING HAD
IRREVOCABLY **SHATTERED**
EARTH'S MIGHTIEST HEROES.

THEY HAD NOT
ASSEMBLED SINCE.

THE **GHOST RIDER**
HAD JOURNEYED
THROUGH THE
SHADOWS, PUNISHING
THE SINFUL.

HIS ONLY COMPANY, HIS
WOOLY MAMMOTH RIDE...
AND THE SCREAMS
OF THE UNREPENTANT.

BEEN A
WHILE, BIG GUY.
FIGURED YOU
WERE DEAD.

THE **STARBRAND** BROODED
ALONE IN THE NIGHT SKY,
KEEPING WATCH FOR THREATS
FROM OTHER WORLDS...

GRRRGGH!

YEAH, I
DIDN'T MISS
YOU MUCH
EITHER, PAL.

...DISPENSING THE
WHITE-HOT VENGEANCE
OF THE STARS.

HIDDEN DEEP WITHIN THEIR MOUNTAIN OF VIBRANIUM, THE PANTHER TRIBE FELT THE RUMBLINGS OF THE COMING BIRTH.

THEY REACTED AS THEY HAD SINCE THE FALL OF THEIR GREAT PROTECTOR.

THEY CLOSED THEIR DOORS.

AND DARED ANYONE TO TRY AND OPEN THEM.

THE IRON FIST STILL WATCHED OVER THE HERDS OF HUMANS LIKE A SHEPHERD AND SOMETIMES GATHERED NEW HEROES TO STAND WITH HER IN DEFENSE OF THE PLANET.

A KNIGHT OF THE MOON, A TALKING PLANT-BEAST, A WARLORD FROM BENEATH THE WAVES.

IT WILL HELP WITH THE PAIN.

WHEN SHE CAME TO THE BIRTHING CAVE, SHE BROUGHT WITH HER THE ANCIENT MEDICINES OF MYSTICAL K'UN-LUN. AND ALSO...A WARNING.

HAARREETIGH!!!

DRINK THIS, MY LADY.

COLD WINDS BLOW THAT ARE NOT OF THIS EARTH. THIS BABE ALREADY HAS ENEMIES.

I SENSE THE SAME.

WE WILL NEED ALL OF EARTH'S MIGHTIEST HEROES THIS NIGHT...

"...BE THEY MAN
OR MONSTER..."

HO!

"...OR EVEN
GOD."

OH HELL.
KILL ME
NOW.

IS IT
DONE?!

HAVE THE
WHELP CLEANED
AND BROUGHT
BEFORE ME! AND
LET US DRINK TO
HIS NAME!

WHATEVER...
THAT IS!

AYE, LET
US DRINK TO
THE MEWLING
BRAT!

LET US
DRINK TO HIS
DEATH!



LAUFey! YOU
DARE DEFILE MY
CHILD'S--

I SWORE
I WOULD REPAY
MY DEBT TO YOU,
ASGARDIAN!

GUUGH!

AYE,
MY KING! IN
GOD-BLOOD!

AAAARRRGGGH!!!
IT BURNS!!!

WHAT?

YOU!!!

NO ONE EXPECTED
TO SEE THE
PHOENIX THAT DAY.

BUT NO ONE ELSE
KNEW THE TRUTH OF
THE CHILD'S BIRTH.

NO ONE EXCEPT
HIS *MOTHERS*.

SOMETIME EARLIER.

SO, THEY *CAN*
BE TAUGHT TO DO
SOMETHING OTHER
THAN DESTROY.

AYE, WITH A
FAIR BIT OF EFFORT.
IT HELPS TO HAVE THE
PATIENCE OF AN
ELDER GOD.

I'M AFRAID,
LADY GAEA, THAT
I'VE NEVER FOUND
PATIENCE TO BE
AMONG THE GIFTS
OF THE PHOENIX.

FROM WHAT
I HEAR, YOU'VE
BEEN DOING PLENTY
OF TEACHING OF
YOUR OWN.

I DO WHAT I
CAN, TO WATCH AFTER
THOSE SEEN AS *MISFITS*.
TO SHOW THEM THAT
THIS WORLD BELONGS
TO THEM AS WELL.

SO IT DOES.
THIS I SWEAR
TO YOU, AS
MOTHER OF
IT ALL.

THEN WE
AGREE THAT BEINGS
LIKE US MUST DO
WHATEVER WE CAN TO
PROTECT ALL THE
LIVING CREATURES
ON THIS
PLANET.

THAT'S WHY
I'VE COME
TO YOU, GAEA,
GODDESS OF
THE EARTH.

WITH A
PROPOSAL.



A PROPOSAL?
YOU SOUND LIKE
ODIN. AND THE WHOLE
WORLD KNOWS HOW
YOU FELT ABOUT
HIS PROPOSAL.

YES. WHICH
HAS ONLY **INFLAMED**
HIS ANGER. ANGER
TOWARD ME FOR
REJECTING HIM.



FOR CHOOSING
THIS WORLD AND ITS
PEOPLE...PRIMITIVE AND
STUBBORN THOUGH THEY
BE...OVER THE HAND OF
THE ALL-FATHER.

HIS ANGER
AND SHAME...HAVE
MADE THE GOD OF GODS...
TURN HIS BACK
ON MAN.



MAN HAS
OTHER GODS AND
GODDESSES. AND MIGHTY
PROTECTORS OF THEIR OWN.
YOU MOST POWERFUL
AMONG THEM.

I HAVE BEEN
AMONG THEM, YES.
BUT I WON'T BE
FOREVER.



THE PHOENIX
MUST FLY FREE
OR RISK...BEING
BOUND BY DARKNESS...
I HAVE STAYED
ABOUT AS LONG
AS I DARE.

THE ONLY THING
THAT HOLDS ME BACK...
IS **FEAR**. FEAR OVER WHO
WILL GUARD THIS WORLD
ONCE I AM GONE. FEAR
THAT THE GODS DON'T
HAVE A REASON
TO CARE.



I KNOW
THAT ODIN HAS
SOUGHT TO **COURT** YOU.

IF **THAT'S**
WHAT YOU WANT
TO CALL IT. SINCE
YOU REBUFFED HIM,
HE'S MADE ADVANCES
TOWARD MOST
EVERY GODDESS IN
EXISTENCE.



WHAT IF
YOU WERE
TO SAY YES
TO HIM?





YOU ARE NO MORE A MONSTER THAN I AM A **BREEDING MARE**, DEAR. I WILL NOT GIVE BIRTH TO A CHILD PURELY TO TRY TO **MANUFACTURE** A BENEVOLENT GOD.

IF WE HOPE THE BABE TO BE A LOVING DEITY, THEY MUST FIRST BE BORN OF LOVE.

FOR YOU, PHOENIX... I WILL GIVE ODIN A **CHANCE**, WHERE BEFORE HE HAD NONE.

AND IF THE GOD YOU SAY YOU LOVED STILL EXISTS UNDERNEATH THAT BEARD AND THOSE RIDICULOUS HELMETS, WELL...

...THEN WE SHALL SEE WHAT SORT OF LOVE STORY THE FATES MAY WEAVE.



THANK YOU, GAEA.

NO, THE THANKS WILL BE TO YOU, MY LADY, WHETHER ANYONE EVER KNOWS IT OR NOT.

FOR IF THIS GOD-CHILD SHOULD SOMEDAY BE BORN OF THE UNION OF THE GODDESS OF MIDGARD AND THE SKY-FATHER OF ASGARD...

...YOU WILL BE JUST AS MUCH THEIR MOTHER AS I.

OH, GAEA.



LIKE ALL GREAT LOVE STORIES... IT BEGAN WITH A KISS.

ONE THAT
BORE MIGHTY
FRUIT.

HE'S...
HE'S SO
BEAUTIFUL.

CONGRATULATIONS,
LADY GAEA. NOW
PLEASE, WHENEVER
YOU'RE ABLE...

...TAKE THE
CHILD AND
RUN!

BEHOLD,
WE BRING YOU
TIDINGS OF
GREAT JOY!

ALL HAIL
THE LITTLE
KING!

SPRITES!
FETCH ME A
SWORD!

NO!!!





THE PHOENIX
FELT THE CUT OF
THE FROZEN SWORD,
AS SURELY AS IF IT
HAD BEEN HER
OWN FLESH.



JUST A
NICK OF THE
BLADE. BUT IT
WAS ENOUGH.



PHOENIX/
THE BABY!

TO TURN THE
CHILD TO ICE.

HELP
HIM!

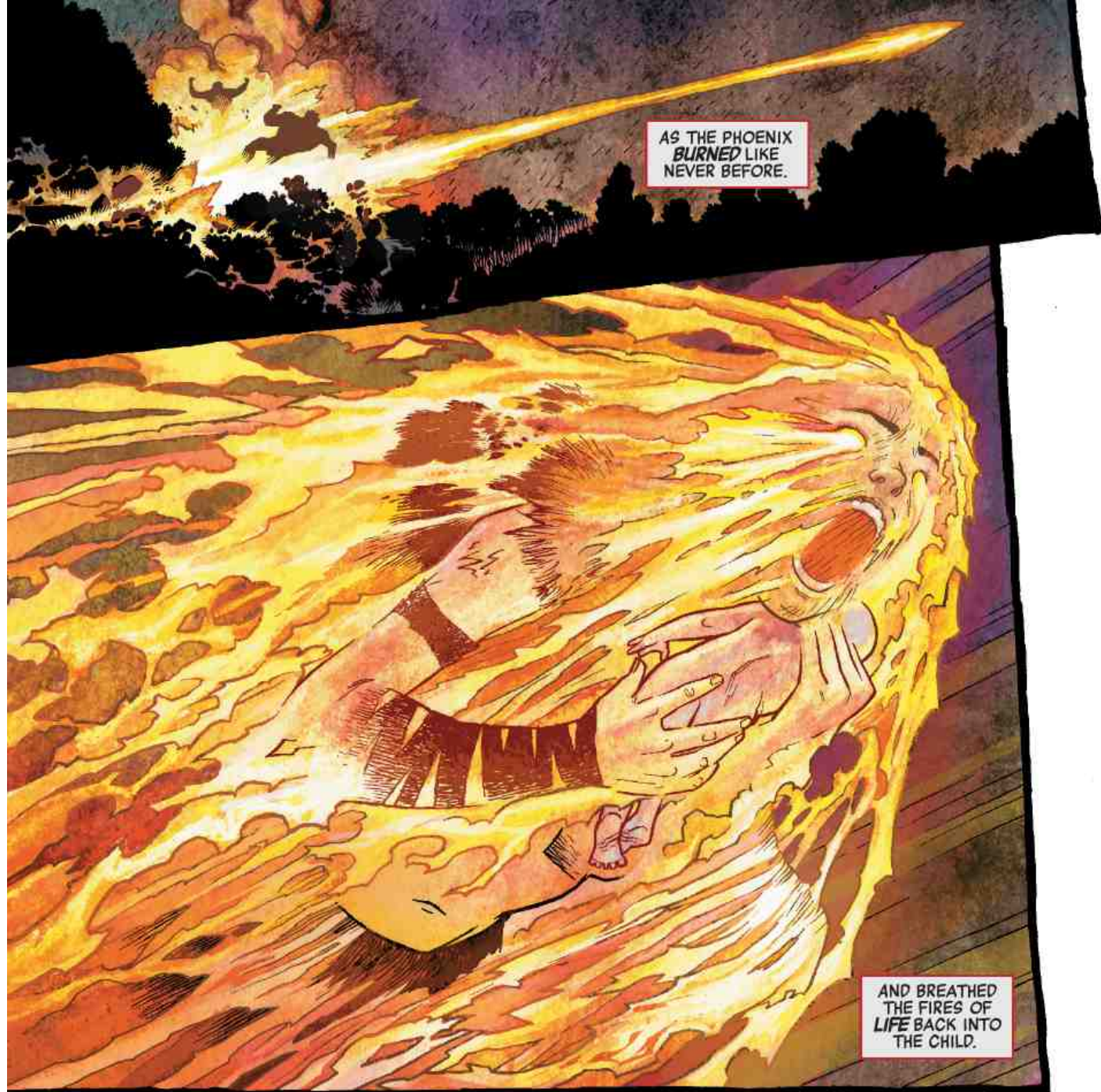


A RED-HAIRED CAVE-
WOMAN WITHOUT
A TRUE NAME,
RAISED BY WOLVES.

SHE HAD OFTEN
WONDERED OVER
THE YEARS WHY
SUCH A FORCE
OF COSMIC CHAOS
AND REBIRTH HAD
CHOSEN HER.



NOW SHE
KNEW.



AS THE PHOENIX
BURNED LIKE
NEVER BEFORE.

AND BREATHED
THE FIRES OF
LIFE BACK INTO
THE CHILD.

THE CHILD OF THE
GODDESS OF MIDGARD
AND THE ALL-FATHER
OF ASGARD...

...AND A FIREBIRD
FROM BEYOND
THE STARS.

A CHILD WHOSE
FIRST BREATH
WAS FLAME.

FLAME AND
THUNDER IN THE
SKIES OF EARTH.

KRAKADDA

A CHILD NAMED
THOR.

SOON, THERE
WOULD BE GREAT
REJOICING IN
THE HEAVENS.





BUT THE
PHOENIX WOULD
NOT BE INVITED.

UNHAND
MY CHILD!

WE'RE
TAKING HIM
TO ASGARD AT
ONCE!

AND YOU!
STAY AWAY FROM
MY FAMILY!

SHE TRIED TO
REMAIN ON EARTH
A BIT LONGER.

TO WATCH
THE CHILD
GROW.

BUT THERE WERE *STORMS*
EVERY TIME THE BABE
CRIED IN THE HEAVENS.

STORMS THAT SHOOK THE
WORLD TREE AND EVERY REALM
PERCHED AMONG ITS BRANCHES.

BUT THAT
SHOOK
HER MOST
OF ALL.

GOODBYE,
MY LOVE.

WHEREVER THE PHOENIX
JOURNEYED IN THE DAYS
THAT FOLLOWED...

...NO MATTER THE PLANET
OR WHAT STRANGE AND
DISTANT SKY THROUGH
WHICH SHE FLEW...

...SHE ALWAYS AVOIDED
STORM CLOUDS
WHENEVER SHE COULD.

EVEN FOR A BEING WHO
COULD WALK UPON STARS
AND TEAR WORLDS
APART WITH HER HANDS...

...THE SIMPLE
SOUND OF
THUNDER...

...WAS TOO
MUCH TO BEAR.

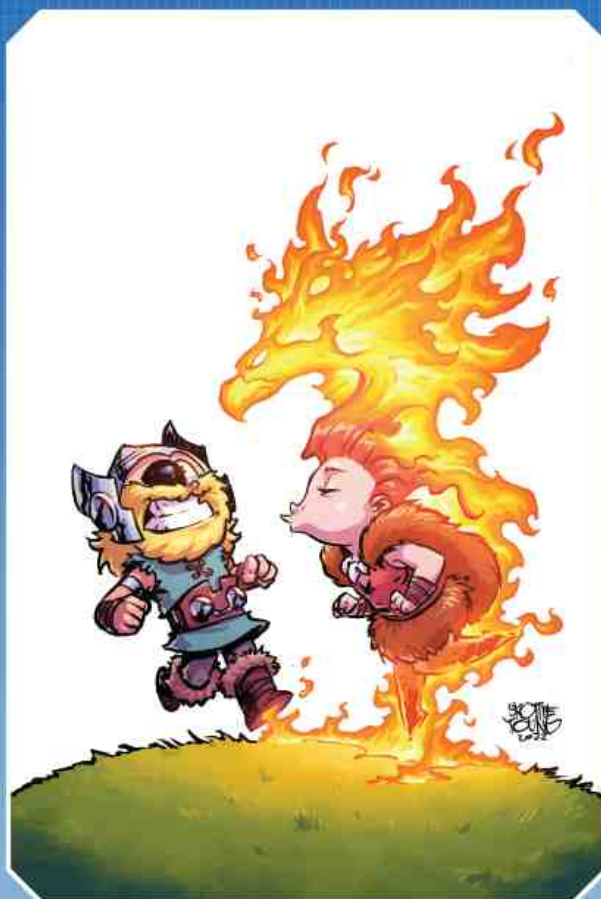




ALEX HORLEY
AVENGERS 1,000,000 BC VARIANT



**RYAN STEGMAN, JP MAYER
 & JASON KEITH**
**AVENGERS 1,000,000 BC PREHISTORIC
 HOMAGE VARIANT**



SKOTTIE YOUNG
AVENGERS 1,000,000 BC VARIANT



PEACH MOMOKO
55 VARIANT



ERIANDA SOUZA
55 SPIDER-MAN VARIANT



DAVID LOPEZ
56 SKRULL VARIANT

**GEORGE
PÉREZ**



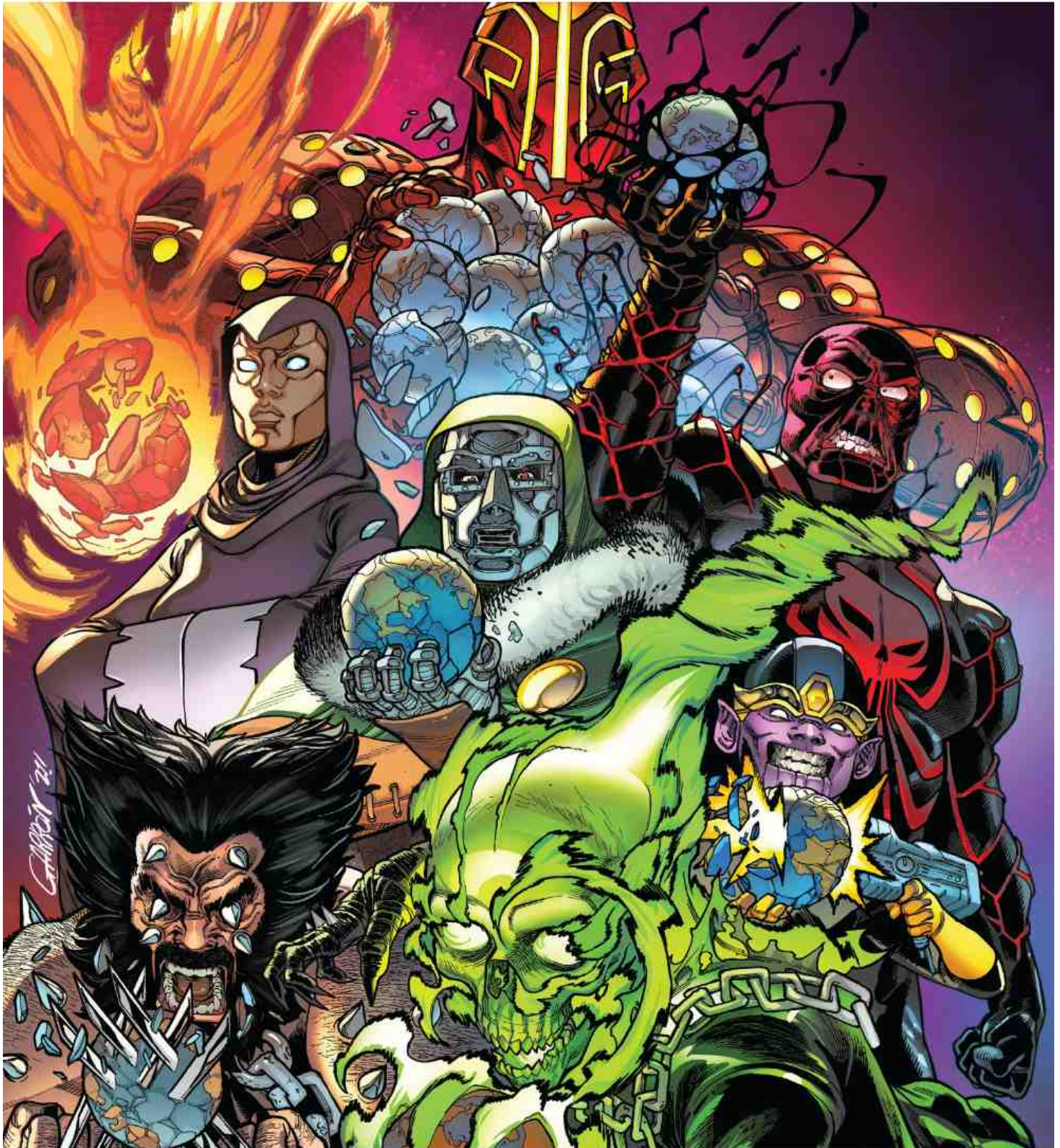
ONCE AN AVENGER...
...ALWAYS AN
AVENGER



"Brings the action and laces it with interesting character developments." — AIPT

THE DEATH HUNT IS ABOUT TO BEGIN!

Deep in the dark heart of the Multiverse stands a shining watchtower. From there, the cybernetic soldiers called Deathloks are deployed to deal with grave threats to all the myriad realms that make up reality. And now the Deathloks have arrived on Earth bearing a dire warning for the Avengers! The Black Skull, the Ghost Goblin, young Thanos, Doom Supreme and more Multiversal Masters of Evil are coming — and with both Asgard and Avengers Mountain under assault, powerful new allies must assemble. Welcome, Namor the Sub-Mariner and Jane Foster, A.K.A. Valkyrie! But surely Starbrand is too young to be an Avenger? Meanwhile, what is Nighthawk up to? Snakes alive, it's the new Serpent Society! And can two versions of Jane Foster — Valkyrie and the Mighty Thor — unite to save her soul? Plus: The secret origin of Thor — revealed!



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MARVEL

